

AMENDMENT

Subject matter to be added is in bold and underlined.

Subject matter to be deleted is in bold and strikethrough.

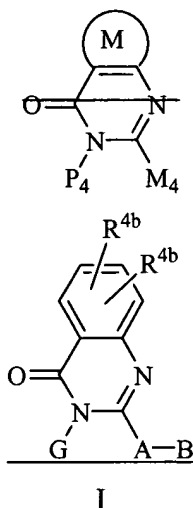
In the Claims:

Please enter rewritten claims 1-7 and new claims 14-21 as provided below.

This listing of claims will replace all prior versions and listings of claims in the application.

Listing of Claims:

1. (Currently Amended) A compound of formula I:



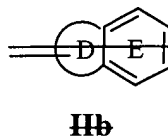
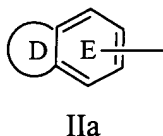
or a stereoisomer or pharmaceutically acceptable salt thereof, wherein;

~~ring M is a 5 or 6 membered aromatic or dihydro aromatic ring consisting of: carbon atoms and 0-3 heteroatoms selected from O, S(O)_p, and N;~~

~~ring M is substituted with 0-3 R^{1a} and 0-1 carbonyl groups;~~

~~one of P₄ and M₄ is -Z-A-B and the other -G₁-G;~~

G is a group of formula IIa ~~or IIb~~:



ring D, including the two atoms of Ring E to which it is attached, is a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and S(O)_p;

ring D is substituted with 0-2 R and has 0-3 ring double bonds;

E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, and is substituted with 1-2 R;

alternatively, ring D is absent and ring E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, ~~pyrrolyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, triazolyl, thienyl, and thiazolyl~~, and ring E is substituted with 1-2 R;

~~alternatively, ring D is absent and ring E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, pyridazinyl, pyrrolyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, triazolyl, thienyl, and thiazolyl, and ring E is substituted with 1 R and with a 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p, wherein the heterocycle is substituted with 0-1 carbonyls, 1-2 R, and 0-3 ring double bonds;~~

R is selected from H, C₁₋₄ alkyl, F, Cl, Br, I, OH, OCH₃, -OCH₂CH₃, -OCH(CH₃)₂, -OCH₂CH₂CH₃, CN, -C(=NR⁸)NR⁷R⁹, -NHC(=NR⁸)NR⁷R⁹, -NR⁸CH(=NR⁷), NH₂, -NH(C₁₋₃ alkyl), -N(C₁₋₃ alkyl)₂, -C(=NH)NH₂, -CH₂NH₂, -CH₂NH(C₁₋₃ alkyl), -CH₂N(C₁₋₃ alkyl)₂, -CH₂CH₂NH₂, -CH₂CH₂NH(C₁₋₃ alkyl), -CH₂CH₂N(C₁₋₃ alkyl)₂, -(CR⁸R⁹)_tC(O)H, -(CR⁸R⁹)_tC(O)R^{2c}, -(CR⁸R⁹)_tNR⁷R⁸, -(CR⁸R⁹)_tC(O)NR⁷R⁸, -(CR⁸R⁹)_tNR⁷C(O)R⁷, -(CR⁸R⁹)_tOR³, -(CR⁸R⁹)_tS(O)_pNR⁷R⁸, -(CR⁸R⁹)_tNR⁷S(O)_pR⁷, -(CR⁸R⁹)_tSR³, -(CR⁸R⁹)_tS(O)R³, -(CR⁸R⁹)_tS(O)₂R³, and -OCF₃, provided that S(O)_pR⁷ forms other than S(O)₂H or S(O)H;

alternatively, when 2 R groups are attached to adjacent atoms, they combine to form methylenedioxy or ethylenedioxy;

A is selected from phenyl, pyridyl, and pyrimidyl, and is substituted with 0-2 R⁴;

~~A is selected from: C₃₋₁₀ carbocycle substituted with 0-2 R⁴, and 5-12 membered heterocycle substituted with 0-2 R⁴ and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;~~

B is selected from: Y, X-Y, -(CH₂)₀₋₂C(O)NR²R^{2a}, -(CH₂)₀₋₂NR²R^{2a}, -C(=NR²)NR²R^{2a}, and -NR²C(=NR²)NR²R^{2a}, provided that Z and B are attached to different atoms on A;

X is selected from -(CR²R^{2a})₁₋₄-, -CR²(CR²R^{2b})(CH₂)_t-, -C(O)-, -C(=NR^{1b})-, -CR²(NR^{1b}R²)-, -CR²(OR²)-, -CR²(SR²)-, -C(O)CR²R^{2a}-, -CR²R^{2a}C(O)-, -S-, -S(O)-, -S(O)₂-, -SCR²R^{2a}-, -S(O)CR²R^{2a}-, -S(O)₂CR²R^{2a}-, -CR²R^{2a}S-, -CR²R^{2a}S(O)-, -CR²R^{2a}S(O)₂-, -S(O)₂NR²-, -NR²S(O)₂-, -NR²S(O)₂CR²R^{2a}-, -CR²R^{2a}S(O)₂NR²-, -NR²S(O)₂NR²-, -C(O)NR²-, -NR²C(O)-, -C(O)NR²CR²R^{2a}-, -NR²C(O)CR²R^{2a}-, -CR²R^{2a}C(O)NR²-, -CR²R^{2a}NR²C(O)-, -NR²C(O)O-, -OC(O)NR²-, -NR²C(O)NR²-, -NR²-, -NR²CR²R^{2a}-, -CR²R^{2a}NR²-, O-, -CR²R^{2a}O-, and -OCR²R^{2a}-;

Y is selected from: C₃₋₁₀ carbocycle substituted with 0-2 R^{4a}, and 5-10 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p substituted with 0-2 R^{4a};

~~G₁ is absent or is selected from -(CR³R^{3a})₁₋₅-,~~
~~-(CR³R^{3a})₀₋₂CR³=CR³(CR³R^{3a})₀₋₂-, -(CR³R^{3a})₀₋₂C≡C(CR³R^{3a})₀₋₂-,~~
~~-(CR³R^{3a})_uC(O)(CR³R^{3a})_w-, (CR³R^{3a})_uC(O)O(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uOC(O)(CR³R^{3a})_w-, (CR³R^{3a})_uO(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uNR^{3b}(CR³R^{3a})_w-, (CR³R^{3a})_uC(O)NR^{3b}(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uNR^{3b}C(O)(CR³R^{3a})_w-, (CR³R^{3a})_uOC(O)NR^{3b}(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uNR^{3b}C(O)O(CR³R^{3a})_w-, (CR³R^{3a})_uNR^{3b}C(O)NR^{3b}(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uNR^{3b}C(S)NR^{3b}(CR³R^{3a})_w-, (CR³R^{3a})_uS(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uS(O)(CR³R^{3a})_w-, (CR³R^{3a})_uS(O)₂(CR³R^{3a})_w-,~~
~~-(CR³R^{3a})_uS(O)NR^{3b}(CR³R^{3a})_w-, (CR³R^{3a})_uNR^{3b}S(O)₂(CR³R^{3a})_w-,~~

$-(CR^3R^3a)_uS(O)_2NR^{3b}(CR^3R^3a)_w-$, $-(CR^3R^3a)_uNR^{3b}S(O)_2NR^{3b}(CR^3R^3a)_w-$,
 $-(CR^3R^3a)_uNR^{3b}(CR^3R^3a)_w-$, $-(CR^3R^3a)_uC(O)(CR^3R^3a)_uC(O)(CR^3R^3a)_w-$,
 $-(CR^3R^3a)_uNR^{3b}(CR^3R^3a)_uC(O)NR^{3b}(CR^3R^3a)_w-$,
 $-(CR^3R^3a)_uNR^{3b}C(O)(CR^3R^3a)_uC(O)(CR^3R^3a)_w-$,
 $-(CR^3R^3a)_uC(O)(CR^3R^3a)_uC(O)NR^{3b}(CR^3R^3a)_w-$,
 $-(CR^3R^3a)_uNR^{3b}C(O)(CR^3R^3a)_uC(O)NR^{3b}(CR^3R^3a)_w-$,
 $-(CR^3R^3a)_uS(O)NR^{3b}C(O)(CR^3R^3a)_w-$, $-(CR^3R^3a)_uC(O)NR^{3b}S(O)_2(CR^3R^3a)_w-$,
 and $-(CR^3R^3a)_uS(O)_2NR^{3b}C(O)NR^{3b}(CR^3R^3a)_w-$, wherein $u + w$ total 0, 1, 2, 3, or 4,
 provided that G_1 does not form a N-S, NCH₂N, NCH₂O, or NCH₂S bond with either
 group to which it is attached;

Z is selected from a bond, $-(CR^3R^3a)_{1-4}$, $-(CR^3R^3a)_qO(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qNR^{3b}(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qC(O)(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qC(O)O(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qOC(O)(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qC(O)NR^{3b}(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qNR^{3b}C(O)(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qOC(O)O(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qOC(O)NR^{3b}(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qNR^{3b}C(O)O(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qNR^{3b}C(O)NR^{3b}(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qC(O)(CR^3R^3a)_qC(O)(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qNR^{3b}(CR^3R^3a)_qC(O)NR^{3b}(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qNR^{3b}C(O)(CR^3R^3a)_qC(O)(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qC(O)(CR^3R^3a)_qC(O)NR^{3b}(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qNR^{3b}C(O)(CR^3R^3a)_qC(O)NR^{3b}(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qS(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qS(O)(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qS(O)_2(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qSO_2NR^{3b}(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qNR^{3b}SO_2(CR^3R^3a)_{q1}$,
 $-(CR^3R^3a)_qS(O)NR^{3b}C(O)(CR^3R^3a)_{q1}$, $-(CR^3R^3a)_qC(O)NR^{3b}S(O)_2(CR^3R^3a)_{q1}$,
 and $-(CR^3R^3a)_qNR^{3b}SO_2NR^{3b}(CR^3R^3a)_{q1}$, wherein $q + q1$ total 0, 1, 2, 3, or 4,

~~provided that Z does not form a N-S, NCH₂N, NCH₂O, or NCH₂S bond with either group to which it is attached;~~

~~R^{1a}, at each occurrence, is selected from H, (CR³R^{3a})_F-R^{1b},
(CR³R^{3a})_F-CR³R^{1b}R^{1b}, (CR³R^{3a})_F-O-(CR³R^{3a})_F-R^{1b},
(CR³R^{3a})_F-NR²-(CR³R^{3a})_F-R^{1b}, (CR³R^{3a})_F-S(O)_p-(CR³R^{3a})_F-R^{1b},
(CR³R^{3a})_F-CO₂-(CR³R^{3a})_F-R^{1b}, (CR³R^{3a})_F-C(O)NR²-(CR³R^{3a})_F-R^{1b},
(CR³R^{3a})_F-C(O)-(CR³R^{3a})_F-R^{1b}, C₂₋₆-alkenylene-R^{1b}, C₂₋₆-alkynylene-R^{1b}, and
(CR³R^{3a})_F-C(=NR^{1b})NR³R^{1b}, provided that R^{1a} forms other than an N-halo, N-S,
O-O, or N-CN bond;~~

~~alternatively, when two R^{1a} groups are attached to adjacent atoms, together
with the atoms to which they are attached, they form a 5-7 membered ring consisting
of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and
S(O)_p, this ring being substituted with 0-2 R^{4b} and 0-3 ring double bonds;~~

R^{1b} is selected from H, C₁₋₃ alkyl, F, Cl, Br, I, CN, NO₂, CHO, -(CF₂)_rCF₃,
-(CR³R^{3a})_rOR², -NR²R^{2a}, -C(O)R^{2b}, -CO₂R^{2b}, -OC(O)R², -CH(CH₂OR²)₂,
-(CF₂)_rCO₂R^{2a}, -S(O)_pR^{2b}, -NR²(CH₂)_rOR², -C(=NR^{2c})NR²R^{2a}, -NR²C(O)R^{2b},
-NR²C(O)NR²R^{2a}, -NR²C(O)₂R^{2a}, -OC(O)NR²R^{2a}, -C(O)NR²R^{2a},
-C(O)NR²(CH₂)_rOR², -SO₂NR²R^{2a}, -NR²SO₂R², -C(O)NR²SO₂R², C₃₋₆ carbocycle
substituted with 0-2 R^{4b}, and 5-10 membered heterocycle substituted with 0-2 R^{4b} and
consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of
N, O, and S(O)_p, provided that R^{1b} forms other than an O-O, N-halo,
N-S, or N-CN bond and provided that S(O)_pR² forms other than S(O)₂H or S(O)H;

R², at each occurrence, is selected from H, CF₃, C₁₋₆ alkyl, benzyl,
-(CH₂)_r-C₃₋₁₀ carbocycle substituted with 0-2 R^{4b}, and -(CH₂)_r-5-10 membered
heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms
selected from the group consisting of N, O, and S(O)_p;

R^{2a} , at each occurrence, is selected from H, CF_3 , C_{1-6} alkyl, benzyl, $-(CH_2)_r-C_{3-10}$ carbocycle substituted with 0-2 R^{4b} , and $-(CH_2)_r-5-10$ membered heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

alternatively, R^2 and R^{2a} , together with the nitrogen atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-2 R^{4b} and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^{2b} , at each occurrence, is selected from CF_3 , C_{1-4} alkoxy, C_{1-6} alkyl substituted with 0-2 R^{4b} , $-(CH_2)_r-C_{3-10}$ carbocycle substituted with 0-2 R^{4b} , and $-(CH_2)_r-5-10$ membered heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^{2c} , at each occurrence, is selected from CF_3 , OH, C_{1-4} alkoxy, C_{1-6} alkyl, $-(CH_2)_r-C_{3-10}$ carbocycle substituted with 0-2 R^{4b} , and $-(CH_2)_r-5-10$ membered heterocycle substituted with 0-2 R^{4b} and consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^3 , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, benzyl, and phenyl;

R^{3a} , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, benzyl, and phenyl;

~~R^{3b} , at each occurrence, is selected from H, C_{1-6} alkyl substituted with 0-2 R^{1a} , C_{2-6} alkenyl substituted with 0-2 R^{1a} , C_{2-6} alkynyl substituted with 0-2 R^{1a} , $-(C_{0-4} \text{ alkyl})-5-10$ membered carbocycle substituted with 0-3 R^{1a} , and~~

~~-(C₀₋₄ alkyl)-5-10 membered heterocycle substituted with 0-3 R^{1a} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;~~

R^{3c}, at each occurrence, is selected from CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, CH₂CH₂CH₂CH₃, CH₂CH(CH₃)₂, CH(CH₃)CH₂CH₃, C(CH₃)₃, benzyl, and phenyl;

R^{3d}, at each occurrence, is selected from H, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, CH₂CH₂CH₂CH₃, CH₂CH(CH₃)₂, CH(CH₃)CH₂CH₃, C₁₋₄ alkyl-phenyl, and C(=O)R^{3c};

~~R^{3e}, is selected from H, S(O)₂NHR³, C(O)R³, C(O)NHR³, C(O)OR^{3f}, S(O)R^{3f}, S(O)₂R^{3f}, C₁₋₆ alkyl substituted with 0-2 R^{1a}, C₂₋₆ alkenyl substituted with 0-2 R^{1a}, C₂₋₆ alkynyl substituted with 0-2 R^{1a}, (C₀₋₄ alkyl)-5-10 membered carbocycle substituted with 0-3 R^{1a}, and (C₀₋₄ alkyl)-5-10 membered heterocycle substituted with 0-3 R^{1a} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;~~

~~R^{3f}, at each occurrence, is selected from: C₁₋₆ alkyl substituted with 0-2 R^{1a}, C₂₋₆ alkenyl substituted with 0-2 R^{1a}, C₂₋₆ alkynyl substituted with 0-2 R^{1a}, (C₀₋₄ alkyl)-5-10 membered carbocycle substituted with 0-3 R^{1a}, and (C₀₋₄ alkyl)-5-10 membered heterocycle substituted with 0-3 R^{1a} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;~~

R⁴, at each occurrence, is selected from H, =O, (CR³R^{3a})_rOR², F, Cl, Br, I, C₁₋₄ alkyl, -(CR³R^{3a})_rCN, -(CR³R^{3a})_rNO₂, -(CR³R^{3a})_rNR²R^{2a}, -(CR³R^{3a})_rC(O)R^{2c}, -(CR³R^{3a})_rNR²C(O)R^{2b}, -(CR³R^{3a})_rC(O)NR²R^{2a}, -(CR³R^{3a})_rNR²C(O)NR²R^{2a}, -(CR³R^{3a})_rC(=NR²)NR²R^{2a}, -(CR³R^{3a})_rC(=NS(O)₂R^{5a})NR²R^{2a}, -(CR³R^{3a})_rNHC(=NR²)NR²R^{2a}, -(CR³R^{3a})_rC(O)NHC(=NR²)NR²R^{2a}, -(CR³R^{3a})_rSO₂NR²R^{2a}, -(CR³R^{3a})_rNR²SO₂NR²R^{2a}, -(CR³R^{3a})_rNR²SO₂-C₁₋₄ alkyl, -(CR³R^{3a})_rNR²SO₂R^{5a}, -(CR³R^{3a})_rS(O)_pR^{5a}, -(CR³R^{3a})_r(CF₂)_rCF₃, -NHCH₂R^{1b},

$-\text{OCH}_2\text{R}^{1b}$, $-\text{SCH}_2\text{R}^{1b}$, $-\text{N}(\text{CH}_2)_2(\text{CH}_2)_t\text{R}^{1b}$, $-\text{O}(\text{CH}_2)_2(\text{CH}_2)_t\text{R}^{1b}$,
 $-\text{S}(\text{CH}_2)_2(\text{CH}_2)_t\text{R}^{1b}$, $-(\text{CR}^3\text{R}^{3a})_r$ -5-6 membered carbocycle substituted with 0-1 R^5 , and a
 $-(\text{CR}^3\text{R}^{3a})_r$ -5-6 membered heterocycle substituted with 0-1 R^5 and consisting of: carbon
atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $\text{S}(\text{O})_p$;

R^{4a} , at each occurrence, is selected from H, =O, $-(\text{CR}^3\text{R}^{3a})_r\text{OR}^2$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{F}$, $-(\text{CR}^3\text{R}^{3a})_r\text{Br}$, $-(\text{CR}^3\text{R}^{3a})_r\text{Cl}$, $-(\text{CR}^3\text{R}^{3a})_r\text{I}$, C₁₋₄ alkyl,
 $-(\text{CR}^3\text{R}^{3a})_r\text{CN}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NO}_2$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{R}^{2a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{R}^{2c}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$, $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{N}=\text{CHOR}^3$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NH}(\text{CH}_2)_2\text{NR}^2\text{R}^{2a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{C}(\text{O})\text{OR}^2$, $-(\text{CR}^3\text{R}^{3a})_r\text{C}(=\text{NR}^2)\text{NR}^2\text{R}^{2a}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NHC}(=\text{NR}^2)\text{NR}^2\text{R}^{2a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{SO}_2\text{NR}^2\text{R}^{2a}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{SO}_2\text{NR}^2\text{R}^{2a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{SO}_2\text{-C}_{1-4}$ alkyl,
 $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NHSO}_2\text{-C}_{1-4}$ alkyl, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{SO}_2\text{R}^5$, $-(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{O})_p\text{R}^5$,
 $-(\text{CR}^3\text{R}^{3a})_r(\text{CF}_2)_t\text{CF}_3$, $-(\text{CR}^3\text{R}^{3a})_r$ -3-10 membered carbocycle substituted with 0-1 R^5 , and
a $-(\text{CR}^3\text{R}^{3a})_r$ -3-10 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms
selected from the group consisting of N, O, and $\text{S}(\text{O})_p$ and substituted with 0-1 R^5 ;

R^{4b} , at each occurrence, is selected from H, =O, $-(\text{CR}^3\text{R}^{3a})_r\text{OR}^3$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{F}$, $-(\text{CR}^3\text{R}^{3a})_r\text{Cl}$, $-(\text{CR}^3\text{R}^{3a})_r\text{Br}$, $-(\text{CR}^3\text{R}^{3a})_r\text{I}$, C₁₋₄ alkyl, $-(\text{CR}^3\text{R}^{3a})_r\text{CN}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NO}_2$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{R}^{3a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{R}^3$, $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{OR}^{3c}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{C}(\text{O})\text{R}^{3a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NR}^3\text{R}^{3a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{C}(\text{O})\text{NR}^3\text{R}^{3a}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{C}(=\text{NR}^3)\text{NR}^3\text{R}^{3a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{C}(=\text{NR}^3)\text{NR}^3\text{R}^{3a}$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{SO}_2\text{NR}^3\text{R}^{3a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{SO}_2\text{NR}^3\text{R}^{3a}$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{SO}_2\text{-C}_{1-4}$ alkyl,
 $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{SO}_2\text{CF}_3$, $-(\text{CR}^3\text{R}^{3a})_r\text{NR}^3\text{SO}_2\text{-phenyl}$, $-(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{O})_p\text{CF}_3$,
 $-(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{O})_p\text{-C}_{1-4}$ alkyl, $-(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{O})_p\text{-phenyl}$, and $-(\text{CR}^3\text{R}^{3a})_r(\text{CF}_2)_t\text{CF}_3$;

R^5 , at each occurrence, is selected from H, C₁₋₆ alkyl, =O, $-(CH_2)_rOR^3$, F, Cl, Br, I, -CN, NO₂, $-(CH_2)_rNR^3R^{3a}$, $-(CH_2)_rC(O)R^3$, $-(CH_2)_rC(O)OR^{3c}$, $-NR^3C(O)R^{3a}$, $-C(O)NR^3R^{3a}$, $-NR^3C(O)NR^3R^{3a}$, $-CH(=NOR^{3d})$, $-C(=NR^3)NR^3R^{3a}$, $-NR^3C(=NR^3)NR^3R^{3a}$, $-SO_2NR^3R^{3a}$, $-NR^3SO_2NR^3R^{3a}$, $-NR^3SO_2-C_{1-4}$ alkyl, $-NR^3SO_2CF_3$, $-NR^3SO_2$ -phenyl, $-S(O)_pCF_3$, $-S(O)_p-C_{1-4}$ alkyl, $-S(O)_p$ -phenyl, $-(CF_2)_rCF_3$, phenyl substituted with 0-2 R^6 , naphthyl substituted with 0-2 R^6 , and benzyl substituted with 0-2 R^6 ;

R^{5a} , at each occurrence, is selected from C₁₋₆ alkyl, $-(CH_2)_rOR^3$, $-(CH_2)_rNR^3R^{3a}$, $-(CH_2)_rC(O)R^3$, $-(CH_2)_rC(O)OR^{3c}$, $-(CH_2)_rNR^3C(O)R^{3a}$, $-(CH_2)_rC(O)NR^3R^{3a}$, $-(CF_2)_rCF_3$, phenyl substituted with 0-2 R^6 , naphthyl substituted with 0-2 R^6 , and benzyl substituted with 0-2 R^6 , provided that R^{5a} does not form a S-N or $S(O)_p-C(O)$ bond;

R^6 , at each occurrence, is selected from H, OH, $-(CH_2)_rOR^2$, F, Cl, Br, I, C₁₋₄ alkyl, -CN, NO₂, $-(CH_2)_rNR^2R^{2a}$, $-(CH_2)_rC(O)R^{2b}$, $-NR^2C(O)R^{2b}$, $-NR^2C(O)NR^2R^{2a}$, $-C(=NH)NH_2$, $-NHC(=NH)NH_2$, $-SO_2NR^2R^{2a}$, $-NR^2SO_2NR^2R^{2a}$, and $-NR^2SO_2C_{1-4}$ alkyl;

R^7 , at each occurrence, is selected from H, OH, C₁₋₆ alkyl, C₁₋₆ alkyl-C(O)-, C₁₋₆ alkyl-O-, $(CH_2)_n$ -phenyl, C₁₋₄ alkyl-OC(O)-, C₆₋₁₀ aryl-O-, C₆₋₁₀ aryl-OC(O)-, C₆₋₁₀ aryl-CH₂-C(O)-, C₁₋₄ alkyl-C(O)O-C₁₋₄ alkyl-OC(O)-, C₆₋₁₀ aryl-C(O)O-C₁₋₄ alkyl-OC(O)-, C₁₋₆ alkyl-NH₂-C(O)-, phenyl-NH₂-C(O)-, and phenyl C₁₋₄ alkyl-C(O)-;

R^8 , at each occurrence, is selected from H, C₁₋₆ alkyl, and $-(CH_2)_n$ -phenyl;

alternatively, R^7 and R^8 , when attached to the same nitrogen, combine to form a 5-10 membered heterocyclic ring consisting of carbon atoms and 0-2 additional heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^9 , at each occurrence, is selected from H, C₁₋₆ alkyl, and $-(CH_2)_n$ -phenyl;

n, at each occurrence, is selected from 0, 1, 2, and 3;

p, at each occurrence, is selected from 0, 1, and 2;
r, at each occurrence, is selected from 0, 1, 2, 3, 4, 5, and 6; and
t, at each occurrence, is selected from 0, 1, 2, and 3;

provided that:

(a) when ~~Z and G₁ are absent~~, A is phenyl or pyridyl; and G is phenyl; or pyridyl; ~~or thienyl~~, at least one R is other than a substituted or unsubstituted group selected from amidino, guanidino, guanidine-methyl, iminoamino, iminoamino-methyl, amino, amino-methyl, and pyridyl, then B is other than cycloalkyl, (CH₂)₀-

$2C(O)NR^2R^{2a}$, or (CH₂)₀₋₂NR²R^{2a}, wherein substituted includes being cyclized with an additional heteroatom being optionally present;

(b) when ~~Z and G₁ are absent~~, G is phenyl or pyridyl; and A is phenyl; or pyridyl; ~~furanyl, or thienyl~~, then B is other than a substituted or unsubstituted group selected from amidino, guanidino, guanidine-methyl, iminoamino, iminoamino-methyl, amino, amino-methyl, aminosulfonyl-phenyl, and pyridyl, wherein substituted includes being cyclized with an additional heteroatom being optionally present; and
(c) when G-~~G₁~~ is hydroxy-phenyl or alkoxy-phenyl, then B is other than acyclic or cyclic-amino-alkoxy.

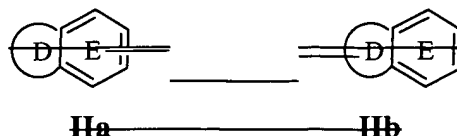
2. (Currently Amended) A compound according to Claim 1, wherein:

~~ring M is selected from phenyl, pyrrole, furan, thiophene, pyrazole, imidazole, isoxazole, oxazole, isothiazole, thiazole, 1,2,3-triazole, 1,2,3-oxadiazole, 1,2,3-thiadiazole, pyridine, pyrimidine, pyridazine, pyrazine, 1,2,3-triazine, 1,2,4-triazine, and 1,2,3,4-tetrazine;~~

~~ring M is substituted with 0-3 R^{1a};~~

~~one of P₄ and M₄ is -Z-A-B and the other -G₁-G;~~

~~G is a group of formula IIa or IIb;~~



ring D, including the two atoms of Ring E to which it is attached, is a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and S(O)_p;

ring D is substituted with 0-2 R and has 0-3 ring double bonds;

E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, and is substituted with 1-2 R;

alternatively, ring D is absent, and ring E is selected from phenyl, pyridyl, and pyrimidyl, ~~and thienyl~~, and ring E is substituted with 1-2 R;

~~alternatively, ring D is absent, ring E is selected from phenyl, pyridyl, and thienyl, and ring E is substituted with a 5 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p, wherein the heterocycle is substituted with 0-1 carbonyls, 1-2 R, and 0-3 ring double bonds;~~

R is selected from H, C₁₋₄ alkyl, F, Cl, OH, OCH₃, -OCH₂CH₃, -OCH(CH₃)₂, CN, -C(=NH)NH₂, NH₂, -NH(C₁₋₃ alkyl), -N(C₁₋₃ alkyl)₂, -C(=NH)NH₂, -CH₂NH₂, -CH₂NH(C₁₋₃ alkyl), -CH₂N(C₁₋₃ alkyl)₂, -(CR⁸R⁹)_tNR⁷R⁸, -C(O)NR⁷R⁸, -CH₂C(O)NR⁷R⁸, -S(O)_pNR⁷R⁸, -CH₂S(O)_pNR⁷R⁸, and -OCF₃;

alternatively, when 2 R groups are attached to adjacent atoms, they combine to form methylenedioxy or ethylenedioxy;

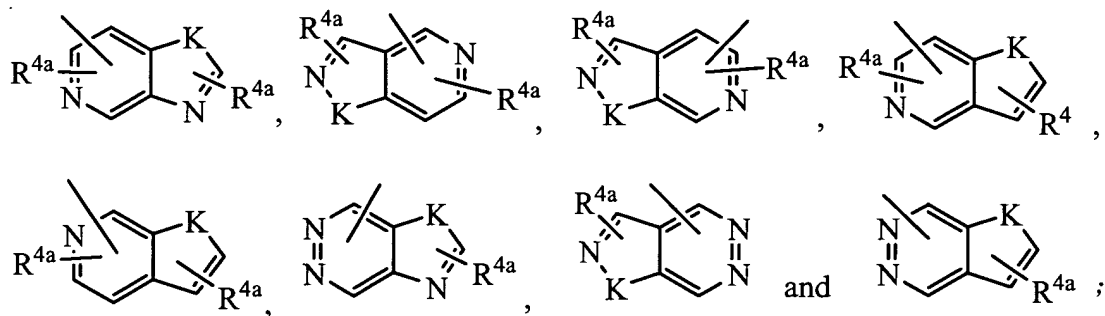
~~A is selected from one of the following rings and is substituted with 0-2 R⁴;~~
~~phenyl, piperidinyl, piperazinyl, pyridyl, pyrimidyl, furanyl, morpholinyl, thiophenyl, pyrrolyl, pyrrolidinyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, pyrazolyl, imidazolyl, oxadiazolyl, thiadiazolyl, triazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, 1,2,3-thiadiazolyl, 1,2,4-thiadiazolyl, 1,2,5-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, 1,2,5-triazolyl, 1,3,4-triazolyl, benzofuranyl, benzothiofuranyl, indolyl, benzimidazolyl, benzoxazolyl, benzthiazolyl, indazolyl, benzisoxazolyl, benzisothiazolyl, and isoindazolyl;~~

B is selected from Y, X-Y, $-\text{CH}_2\text{NR}^2\text{R}^{2a}$, and $-\text{CH}_2\text{CH}_2\text{NR}^2\text{R}^{2a}$;

X is selected from $-(\text{CR}^2\text{R}^{2a})_{1-4}-$, $-\text{C}(\text{O})-$, $-\text{C}(=\text{NR}^{1b})-$, $-\text{CR}^2(\text{NR}^{1b}\text{R}^2)-$, $-\text{C}(\text{O})\text{CR}^2\text{R}^{2a}-$, $-\text{CR}^2\text{R}^{2a}\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^2-$, $-\text{NR}^2\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^2\text{CR}^2\text{R}^{2a}-$, $-\text{NR}^2\text{C}(\text{O})\text{CR}^2\text{R}^{2a}-$, $-\text{CR}^2\text{R}^{2a}\text{C}(\text{O})\text{NR}^2-$, $-\text{CR}^2\text{R}^{2a}\text{NR}^2\text{C}(\text{O})-$, $-\text{NR}^2\text{C}(\text{O})\text{NR}^2-$, $-\text{NR}^2-$, $-\text{NR}^2\text{CR}^2\text{R}^{2a}-$, $-\text{CR}^2\text{R}^{2a}\text{NR}^2-$, O, $-\text{CR}^2\text{R}^{2a}\text{O}-$, and $-\text{OCR}^2\text{R}^{2a}-$;

Y is selected from one of the following rings and is substituted with 0-2 R^{4a} ;
cyclopropyl, cyclopentyl, cyclohexyl, phenyl, piperidiny, piperaziny, pyridyl, pyrimidyl, furanyl, morpholinyl, thiophenyl, pyrrolyl, pyrrolidinyl, oxazolyl, isoxazolyl, isoxazolinyl, thiazolyl, isothiazolyl, pyrazolyl, imidazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, 1,2,3-thiadiazolyl, 1,2,4-thiadiazolyl, 1,2,5-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, 1,2,5-triazolyl, 1,3,4-triazolyl, benzofuranyl, benzothiofuranyl, indolyl, benzimidazolyl, benzoxazolyl, benzthiazolyl, indazolyl, benzisoxazolyl, benzisothiazolyl, and isoindazolyl;

alternatively, Y is selected from the following bicyclic heteroaryl ring systems:



K is selected from O, S, NH, and N;

~~G_1 is absent or is selected from $-(\text{CR}^3\text{R}^{3a})_{1-3}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{C}(\text{O})(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{O}(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{NR}^{3b}(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{C}(\text{O})\text{NR}^{3b}(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{NR}^{3b}\text{C}(\text{O})(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{NR}^{3b}\text{C}(\text{O})(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{C}(\text{O})\text{NR}^{3b}(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{S}(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{S}(\text{O})(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{S}(\text{O})_2(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{S}(\text{O})\text{NR}^{3b}(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, $-(\text{CR}^3\text{R}^{3a})_{\text{u}}\text{NR}^{3b}\text{S}(\text{O})_2(\text{CR}^3\text{R}^{3a})_{\text{w}}-$, and~~

~~$(\text{CR}^3\text{R}^{3a})_u\text{S}(\text{O})_2\text{NR}^{3b}(\text{CR}^3\text{R}^{3a})_w$, wherein $u + w$ total 0, 1, or 2, provided that G_1 does not form a N-S, NCH_2N , NCH_2O , or NCH_2S bond with either group to which it is attached;~~

~~Z is selected from a bond, CH_2 , CH_2CH_2 , CH_2O , OCH_2 , $\text{C}(\text{O})$, NH , CH_2NH , NHCH_2 , $\text{CH}_2\text{C}(\text{O})$, $\text{C}(\text{O})\text{CH}_2$, $\text{C}(\text{O})\text{NH}$, $\text{NHC}(\text{O})$, $\text{NHC}(\text{O})\text{CH}_2\text{C}(\text{O})\text{NH}$, $\text{S}(\text{O})_2$, $\text{CH}_2\text{S}(\text{O})_2$, $\text{S}(\text{O})_2(\text{CH}_2)$, SO_2NH , and NHSO_2 , provided that Z does not form a N-S, NCH_2N , NCH_2O , or NCH_2S bond with either group to which it is attached;~~

~~R^{1a} , at each occurrence, is selected from H, $(\text{CH}_2)_f\text{R}^{1b}$, $(\text{CH}(\text{CH}_3))_f\text{R}^{1b}$, $(\text{C}(\text{CH}_3)_2)_f\text{R}^{1b}$, $\text{O}(\text{CR}^3\text{R}^{3a})_f\text{R}^{1b}$, $\text{NR}^2(\text{CR}^3\text{R}^{3a})_f\text{R}^{1b}$, and $\text{S}(\text{CR}^3\text{R}^{3a})_f\text{R}^{1b}$, provided that R^{1a} forms other than an N-halo, N-S, O-O, or N-CN bond;~~

~~alternatively, when two R^{1a} groups are attached to adjacent atoms, together with the atoms to which they are attached they form a 5-7 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and $\text{S}(\text{O})_p$, this ring being substituted with 0-2 R^{4b} and 0-3 ring double bonds;~~

R^{1b} is selected from H, CH_3 , CH_2CH_3 , $\text{CH}_2\text{CH}_2\text{CH}_3$, $\text{CH}(\text{CH}_3)_2$, F, Cl, Br, I, CN, CHO, CF_3 , OR^2 , $-\text{NR}^2\text{R}^{2a}$, $-\text{C}(\text{O})\text{R}^{2b}$, $-\text{CO}_2\text{R}^{2b}$, $-\text{OC}(\text{O})\text{R}^2$, $-\text{CO}_2\text{R}^{2a}$, $-\text{S}(\text{O})_p\text{R}^{2b}$, $-\text{NR}^2(\text{CH}_2)_f\text{OR}^2$, $-\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$, $-\text{NR}^2\text{C}(\text{O})\text{NHR}^2$, $-\text{NR}^2\text{C}(\text{O})_2\text{R}^{2a}$, $-\text{OC}(\text{O})\text{NR}^2\text{R}^{2a}$, $-\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$, $-\text{C}(\text{O})\text{NR}^2(\text{CH}_2)_f\text{OR}^2$, $-\text{SO}_2\text{NR}^2\text{R}^{2a}$, $-\text{NR}^2\text{SO}_2\text{R}^2$, C_{5-6} carbocycle substituted with 0-2 R^{4b} , and 5-6 membered heterocycle substituted with 0-2 R^{4b} and consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and $\text{S}(\text{O})_p$, provided that R^{1b} forms other than an O-O, N-halo, N-S, or N-CN bond and provided that $\text{S}(\text{O})_p\text{R}^2$ forms other than $\text{S}(\text{O})_2\text{H}$ or $\text{S}(\text{O})\text{H}$;

R^2 , at each occurrence, is selected from H, CF_3 , CH_3 , CH_2CH_3 , $\text{CH}_2\text{CH}_2\text{CH}_3$, $\text{CH}(\text{CH}_3)_2$, $\text{CH}_2\text{CH}_2\text{CH}_2\text{CH}_3$, $\text{CH}_2\text{CH}(\text{CH}_3)_2$, $\text{CH}(\text{CH}_3)\text{CH}_2\text{CH}_3$, $\text{C}(\text{CH}_3)_3$, benzyl, C_{3-6} carbocycle substituted with 0-2 R^{4b} , C_{3-6} carbocycle- CH_2 - substituted with 0-2 R^{4b} , and 5-6 membered heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $\text{S}(\text{O})_p$;

R^{2a} , at each occurrence, is selected from H, CF_3 , CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, benzyl, C₅₋₆ carbocycle substituted with 0-2 R^{4b} , and 5-6 membered heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

alternatively, R^2 and R^{2a} , together with the nitrogen atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-2 R^{4b} and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^{2b} , at each occurrence, is selected from CF_3 , C₁₋₄ alkoxy, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, benzyl, C₅₋₆ carbocycle substituted with 0-2 R^{4b} , and 5-6 membered heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^{2c} , at each occurrence, is selected from CF_3 , OH, C₁₋₄ alkoxy, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, benzyl, C₅₋₆ carbocycle substituted with 0-2 R^{4b} , and 5-6 membered heterocycle substituted with 0-2 R^{4b} and consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^3 , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, benzyl, and phenyl;

R^{3a} , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, benzyl, and phenyl;

R^{3c} , at each occurrence, is selected from CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, benzyl, and phenyl;

R^{3d} , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, CH_2 -phenyl, CH_2CH_2 -phenyl, and $C(=O)R^{3c}$;

R^4 , at each occurrence, is selected from H, $=O$, OR^2 , $-CH_2OR^2$, $-(CH_2)_2OR^2$, F, Cl, Br, I, C_{1-4} alkyl, CN, NO_2 , $-NR^2R^{2a}$, $-CH_2NR^2R^{2a}$, $-(CH_2)_2NR^2R^{2a}$, $-C(O)R^{2c}$, $-NR^2C(O)R^{2b}$, $-C(O)NR^2R^{2a}$, $-SO_2NR^2R^{2a}$, $-S(O)_pR^{5a}$, CF_3 , CF_2CF_3 , 5-6 membered carbocycle substituted with 0-1 R^5 , and a 5-6 membered heterocycle substituted with 0-1 R^5 and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^{4a} , at each occurrence, is selected from H, $=O$, $-(CR^3R^{3a})_rOR^2$, $-(CR^3R^{3a})_rF$, $-(CR^3R^{3a})_rBr$, $-(CR^3R^{3a})_rCl$, C_{1-4} alkyl, $-(CR^3R^{3a})_rCN$, $-(CR^3R^{3a})_rNO_2$, $-(CR^3R^{3a})_rNR^2R^{2a}$, $-(CR^3R^{3a})_rC(O)R^{2c}$, $-(CR^3R^{3a})_rNR^2C(O)R^{2b}$, $-(CR^3R^{3a})_rC(O)NR^2R^{2a}$, $-(CR^3R^{3a})_rSO_2NR^2R^{2a}$, $-(CR^3R^{3a})_rNR^2SO_2NR^2R^{2a}$, $-(CR^3R^{3a})_rNR^2SO_2-C_{1-4}$ alkyl, $-(CR^3R^{3a})_rC(O)NHSO_2-C_{1-4}$ alkyl, $-(CR^3R^{3a})_rNR^2SO_2R^5$, $-(CR^3R^{3a})_rS(O)_pR^5$, $-(CR^3R^{3a})_r(CF_2)_rCF_3$, phenyl substituted with 0-1 R^5 , and a 5 membered aromatic heterocycle consisting of: carbon atoms and 1-3 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-1 R^5 ;

R^{4b} , at each occurrence, is selected from H, $=O$, OR^3 , CH_2OR^3 , F, Cl, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, CN, NO_2 , $-NR^3R^{3a}$, $-CH_2NR^3R^{3a}$, $-C(O)R^3$, $-CH_2-C(O)R^3$, $-C(O)OR^{3c}$, $-CH_2C(O)OR^{3c}$, $-NR^3C(O)R^{3a}$, $-CH_2NR^3C(O)R^{3a}$, $-C(O)NR^3R^{3a}$, $-CH_2C(O)NR^3R^{3a}$, $-NR^3C(O)NR^3R^{3a}$, $-CH_2NR^3C(O)NR^3R^{3a}$, $-C(=NR^3)NR^3R^{3a}$, $-CH_2C(=NR^3)NR^3R^{3a}$, $-NR^3C(=NR^3)NR^3R^{3a}$, $-CH_2NR^3C(=NR^3)NR^3R^{3a}$, $-SO_2NR^3R^{3a}$, $-CH_2SO_2NR^3R^{3a}$, $-NR^3SO_2NR^3R^{3a}$, $-CH_2NR^3SO_2NR^3R^{3a}$, $-NR^3SO_2-C_{1-4}$ alkyl, $-CH_2NR^3SO_2-C_{1-4}$ alkyl, $-NR^3SO_2CF_3$, $-CH_2NR^3SO_2CF_3$, $-NR^3SO_2$ -phenyl, $-CH_2NR^3SO_2$ -phenyl, $-S(O)_pCF_3$,

-CH₂S(O)_pCF₃, -S(O)_p-C₁₋₄ alkyl, -CH₂S(O)_p-C₁₋₄ alkyl, -S(O)_p-phenyl,
-CH₂S(O)_p-phenyl, CF₃, and CH₂-CF₃;

R⁵, at each occurrence, is selected from H, =O, CH₃, CH₂CH₃, CH₂CH₂CH₃,
CH(CH₃)₂, CH₂CH₂CH₂CH₃, CH₂CH(CH₃)₂, CH(CH₃)CH₂CH₃, C(CH₃)₃, OR³,
-CH₂OR³, F, Cl, CN, NO₂, -NR³R^{3a}, -CH₂NR³R^{3a}, -C(O)R³, -CH₂C(O)R³,
-C(O)OR^{3c}, -CH₂C(O)OR^{3c}, -NR³C(O)R^{3a}, -C(O)NR³R^{3a}, -NR³C(O)NR³R^{3a},
-CH(=NOR^{3d}), -C(=NR³)NR³R^{3a}, -NR³C(=NR³)NR³R^{3a}, -SO₂NR³R^{3a},
-NR³SO₂NR³R^{3a}, -NR³SO₂-C₁₋₄ alkyl, -NR³SO₂CF₃, -NR³SO₂-phenyl, -S(O)_pCF₃,
-S(O)_p-C₁₋₄ alkyl, -S(O)_p-phenyl, CF₃, phenyl substituted with 0-2 R⁶, naphthyl substituted
with 0-2 R⁶, and benzyl substituted with 0-2 R⁶;

R⁶, at each occurrence, is selected from H, OH, OR², F, Cl, CH₃, CH₂CH₃,
CH₂CH₂CH₃, CH(CH₃)₂, CH₂CH₂CH₂CH₃, CH₂CH(CH₃)₂, CH(CH₃)CH₂CH₃,
C(CH₃)₃, CN, NO₂, -NR²R^{2a}, -CH₂NR²R^{2a}, -C(O)R^{2b}, -CH₂C(O)R^{2b},
-NR²C(O)R^{2b}, -NR²C(O)NR²R^{2a}, -C(=NH)NH₂, -NHC(=NH)NH₂, -SO₂NR²R^{2a},
-NR²SO₂NR²R^{2a}, and -NR²SO₂C₁₋₄ alkyl; and

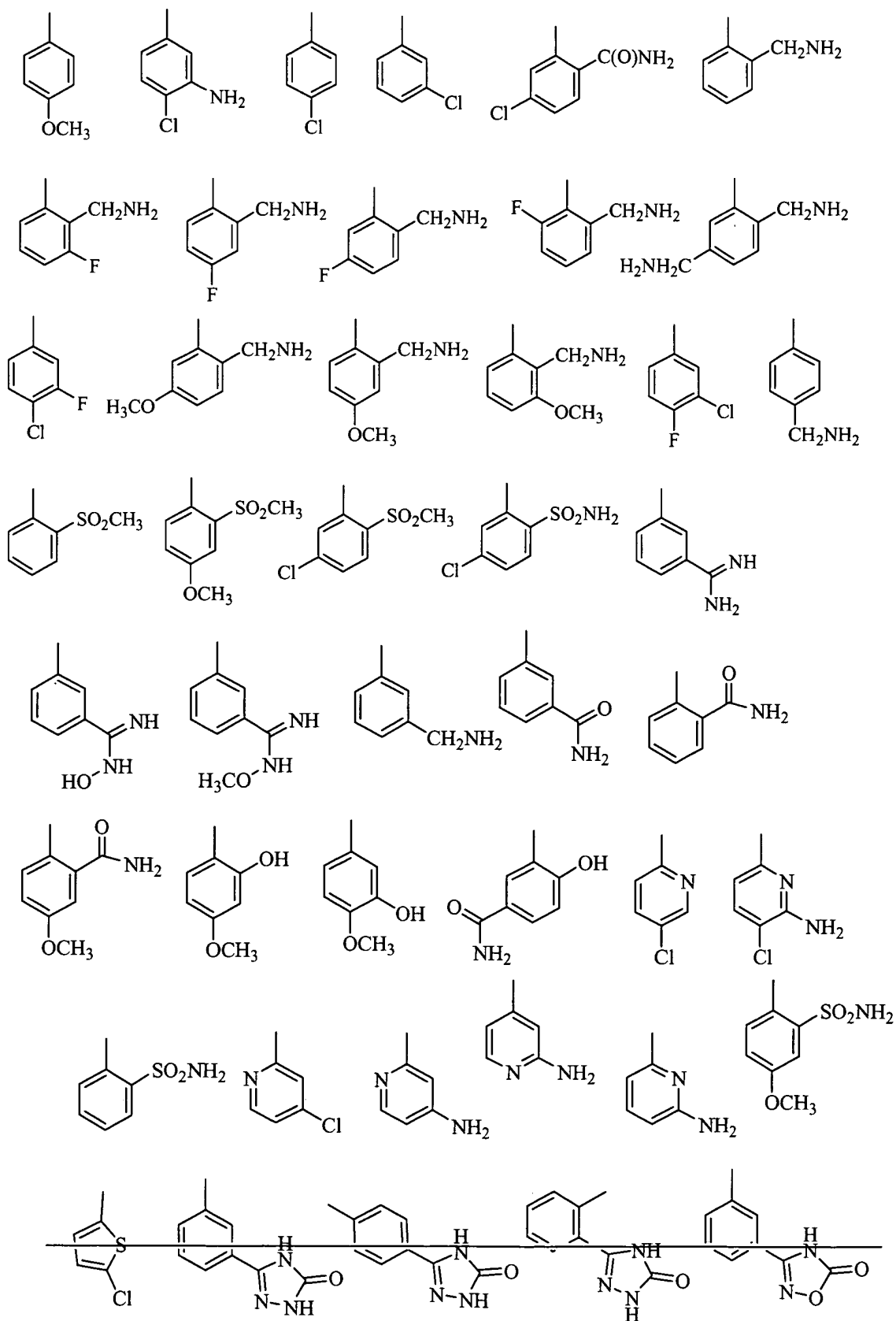
r, at each occurrence, is selected from 0, 1, 2, and 3.

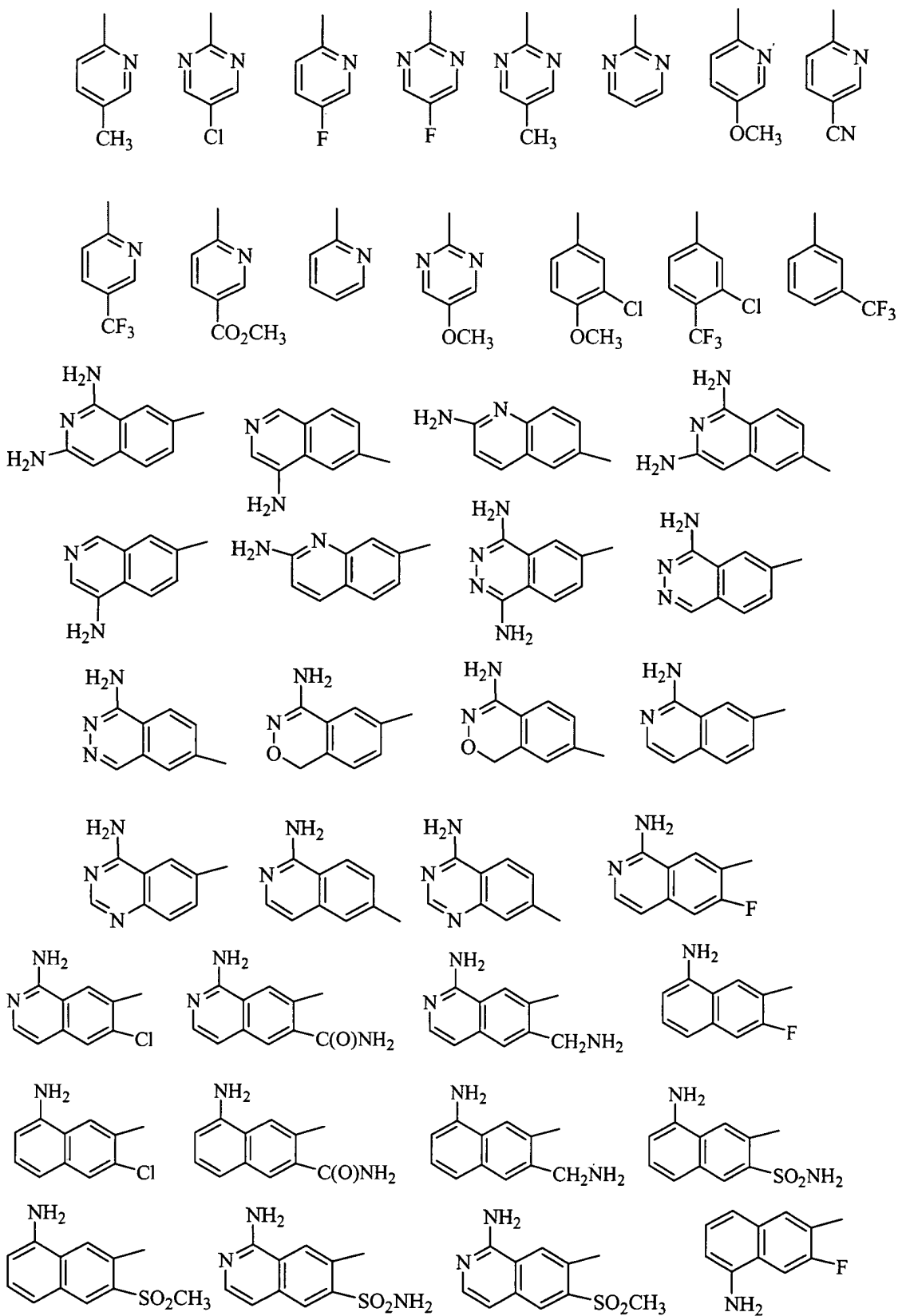
3. (Currently Amended) A compound according to Claim 2, wherein:

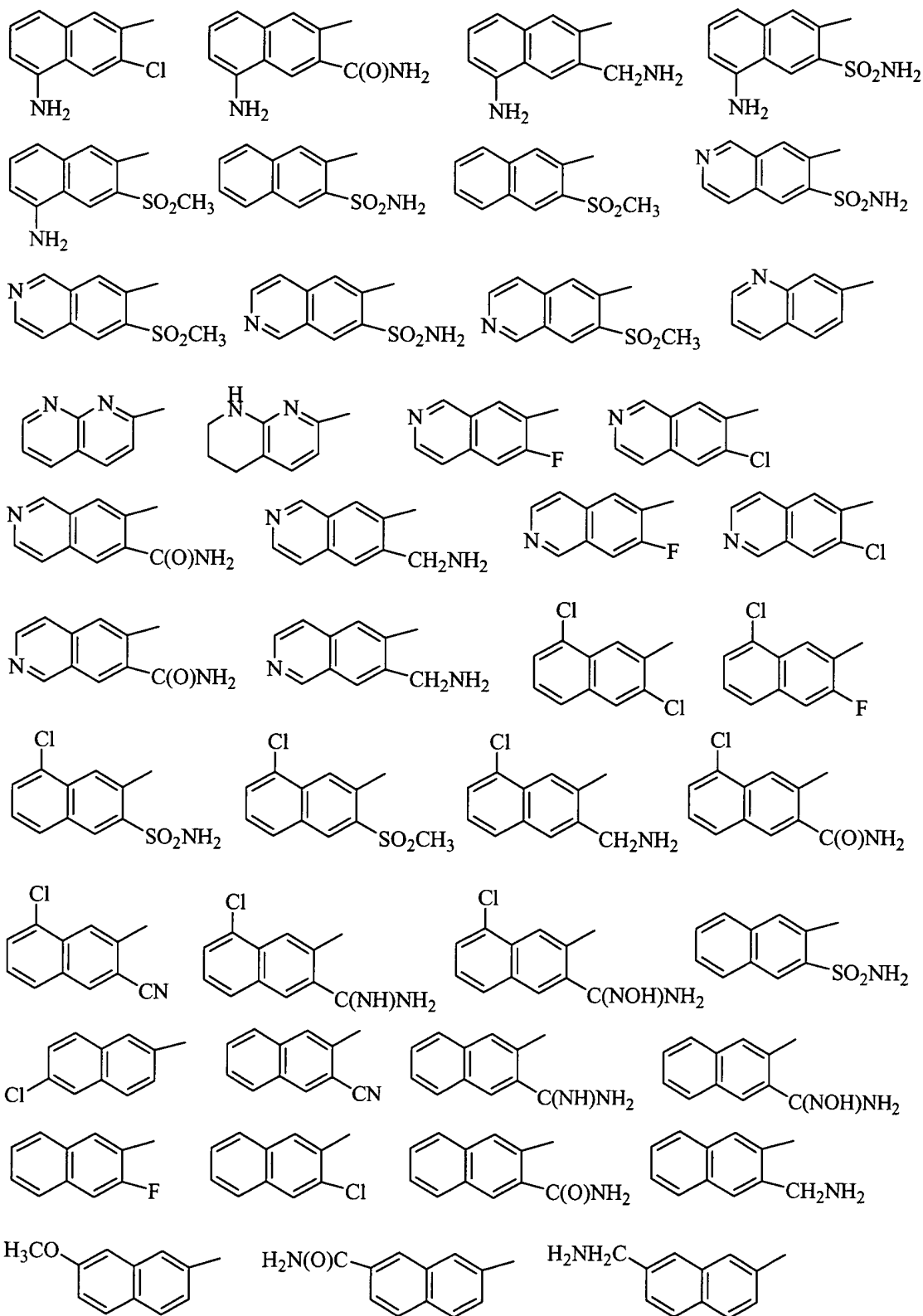
~~ring M is selected from phenyl, pyrrole, furan, thiophene, pyrazole, imidazole,
isoxazole, oxazole, isothiazole, thiazole, pyridine, and pyrimidine;~~

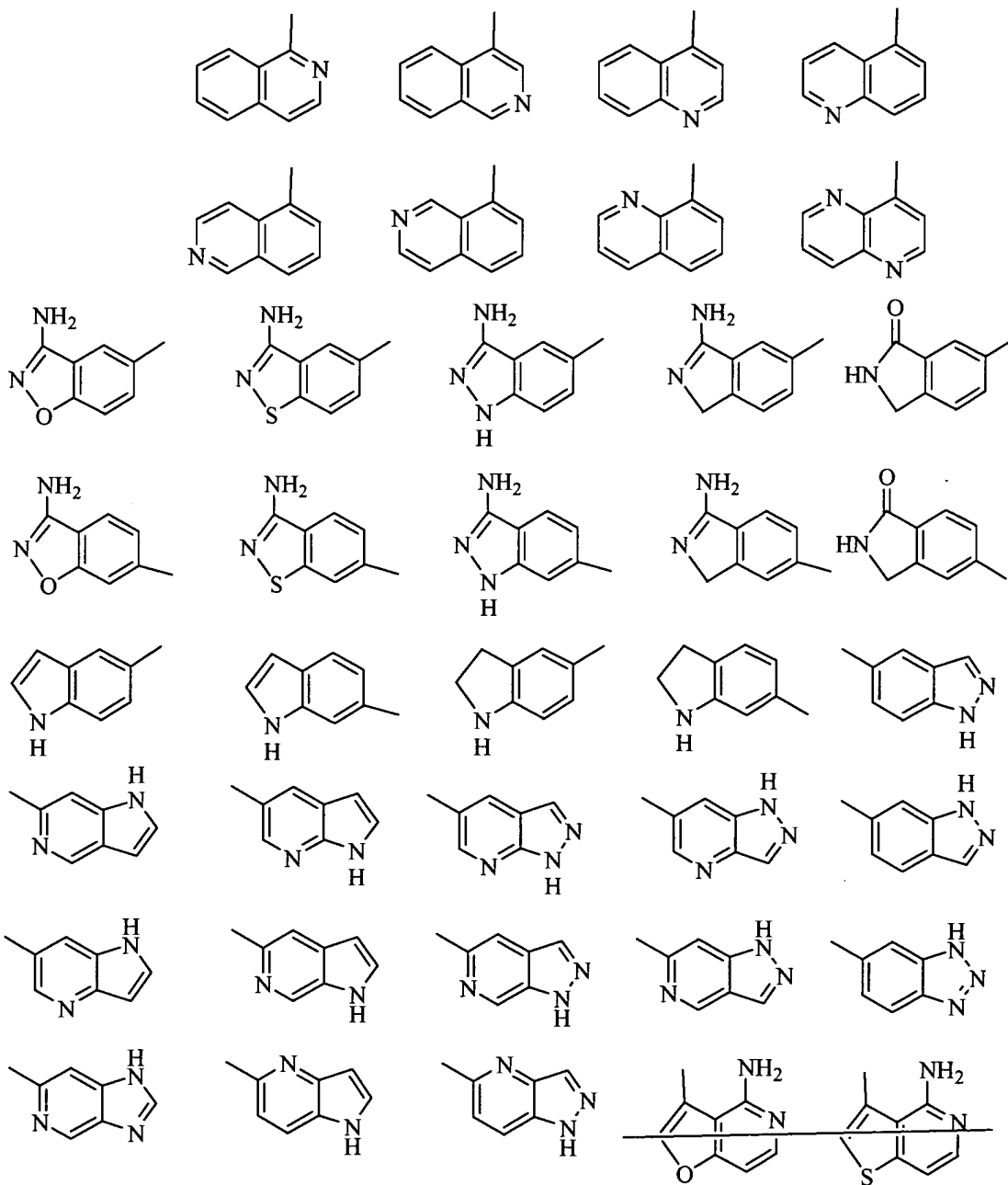
~~ring M is substituted with 0-2 R^{1a};~~

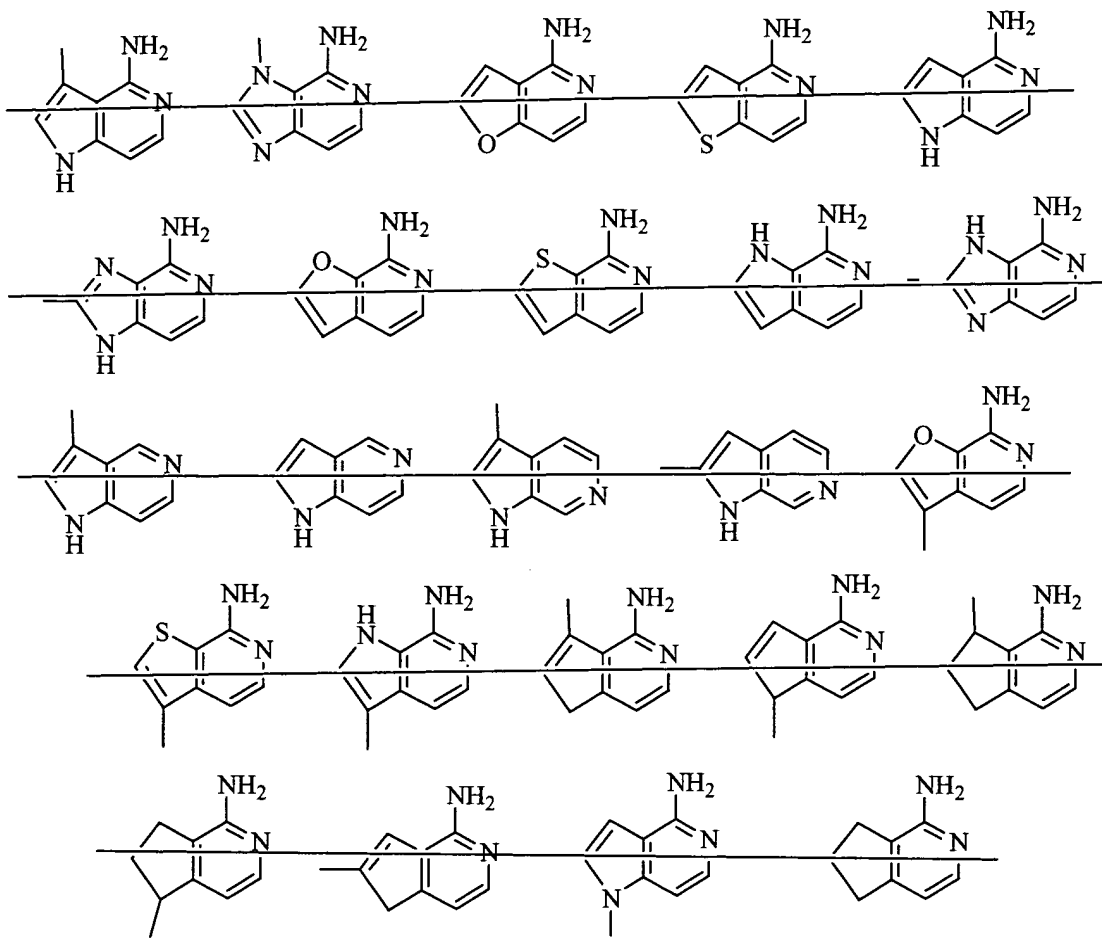
G is selected from the group:











R^{1a} , at each occurrence, is selected from H, R^{1b} , $\text{CH}(\text{CH}_3)R^{1b}$, $\text{C}(\text{CH}_3)_2R^{1b}$, CH_2R^{1b} , and $\text{CH}_2\text{CH}_2R^{1b}$, provided that R^{1a} forms other than an N-halo, N-S, or N-CN bond;

alternatively, when two R^{1a} groups are attached to adjacent atoms, together with the atoms to which they are attached, they form a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and $\text{S}(\text{O})_p$, this ring being substituted with 0-2 R^{4b} and 0-3 ring double bonds;

R^{1b} is selected from H, CH_3 , CH_2CH_3 , F, Cl, Br, CN, CHO, CF_3 , OR^2 , $\text{-NR}^2\text{R}^{2a}$, $\text{-C}(\text{O})\text{R}^{2b}$, $\text{-CO}_2\text{R}^{2b}$, $\text{-OC}(\text{O})\text{R}^2$, $\text{-CO}_2\text{R}^{2a}$, $\text{-S}(\text{O})_p\text{R}^2$, $\text{-NR}^2(\text{CH}_2)_r\text{OR}^2$, $\text{-NR}^2\text{C}(\text{O})\text{R}^{2b}$, $\text{-C}(\text{O})\text{NR}^2\text{R}^{2a}$, $\text{-SO}_2\text{NR}^2\text{R}^{2a}$, $\text{-NR}^2\text{SO}_2\text{R}^2$, phenyl substituted with 0-2 R^{4b} , and 5-6 membered aromatic heterocycle consisting of carbon atoms and from 1-4

heteroatoms selected from the group consisting of N, O, and S(O)_p and substituted with 0-2 R^{4b}, provided that R^{1b} forms other than an O-O, N-halo, N-S, or N-CN bond;

R², at each occurrence, is selected from H, CF₃, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, phenyl substituted with 0-2 R^{4b}, a benzyl substituted with 0-2 R^{4b}, C₃₋₆ cycloalkyl substituted with 0-2 R^{4b}, C₃₋₆ cycloalkyl-CH₂- substituted with 0-2 R^{4b}, and 5-6 membered aromatic heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^{2a}, at each occurrence, is selected from H, CF₃, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, benzyl, phenyl substituted with 0-2 R^{4b}, and 5-6 membered aromatic heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^{2b}, at each occurrence, is selected from CF₃, C₁₋₄ alkoxy, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, benzyl, phenyl substituted with 0-2 R^{4b}, and 5-6 membered aromatic heterocycle substituted with 0-2 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^{2c}, at each occurrence, is selected from CF₃, OH, OCH₃, OCH₂CH₃, OCH₂CH₂CH₃, OCH(CH₃)₂, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, benzyl, phenyl substituted with 0-2 R^{4b}, and 5-6 membered aromatic heterocycle substituted with 0-2 R^{4b} and consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p;

alternatively, R² and R^{2a}, together with the nitrogen atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-2 R^{4b} and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and S(O)_p;

R^4 , at each occurrence, is selected from H, $-(CH_2)_2OR^2$, $-CH_2OR^2$, OR^2 , F, Cl, Br, I, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, CN, NO_2 , $-NR^2R^{2a}$, $-CH_2NR^2R^{2a}$, $-(CH_2)_2NR^2R^{2a}$, $-C(O)R^{2c}$, $-NR^2C(O)R^{2b}$, $-C(O)NR^2R^{2a}$, $-SO_2NR^2R^{2a}$, CF_3 , and CF_2CF_3 ;

R^{4a} , at each occurrence, is selected from H, $=O$, $-(CH_2)_rOR^2$, $-(CH_2)_rF$, $-(CH_2)_rBr$, $-(CH_2)_rCl$, C_{1-4} alkyl, $-(CH_2)_rCN$, $-(CH_2)_rNO_2$, $-(CH_2)_rNR^2R^{2a}$, $-(CH_2)_rC(O)R^{2c}$, $-(CH_2)_rNR^2C(O)R^{2b}$, $-(CH_2)_rC(O)NR^2R^{2a}$, $-(CH_2)_rSO_2NR^2R^{2a}$, $-(CH_2)_rNR^2SO_2NR^2R^{2a}$, $-(CH_2)_rNR^2SO_2-C_{1-4}$ alkyl, $-(CH_2)_rC(O)NHSO_2-C_{1-4}$ alkyl, $-(CH_2)_rNR^2SO_2R^5$, $-(CH_2)_rS(O)_pR^5$, $-(CH_2)_r(CF_2)_rCF_3$, phenyl substituted with 0-1 R^5 , and a 5 membered aromatic heterocycle consisting of: carbon atoms and 1-3 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-1 R^5 ;

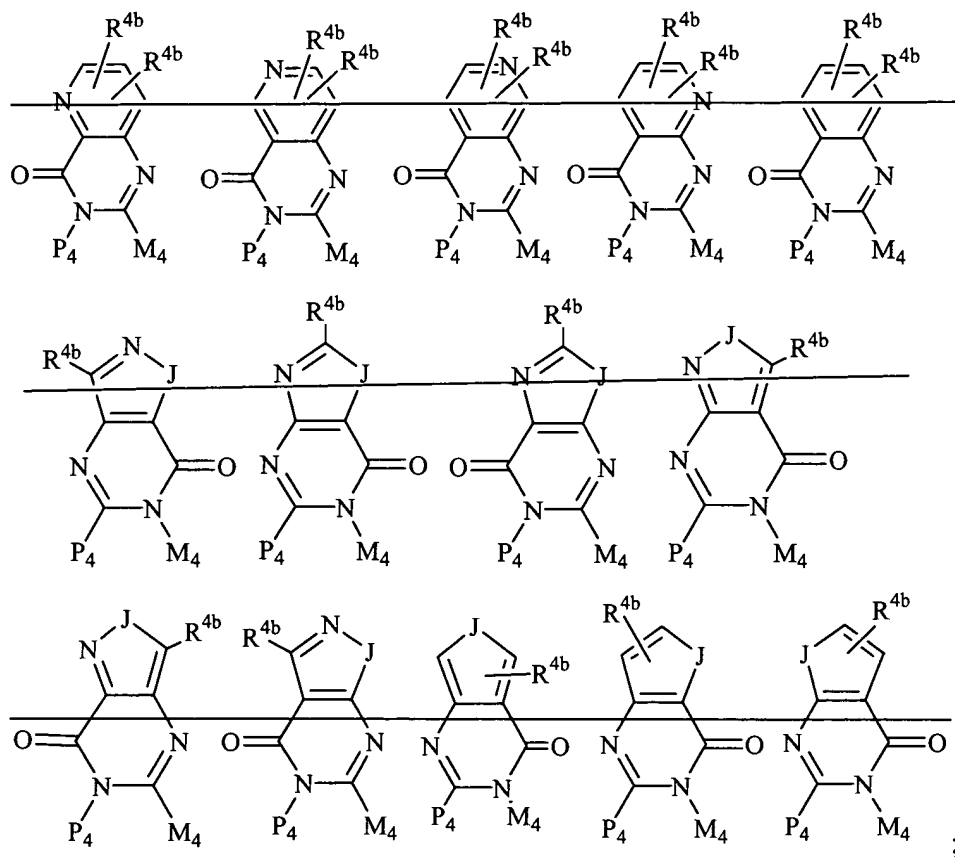
R^{4b} , at each occurrence, is selected from H, $=O$, OR^3 , $-CH_2OR^3$, F, Cl, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, CN, NO_2 , $-NR^3R^{3a}$, $-CH_2NR^3R^{3a}$, $-C(O)R^3$, $-CH_2-C(O)R^3$, $-C(O)OR^{3c}$, $-CH_2-C(O)OR^{3c}$, $-NR^3C(O)R^{3a}$, $-CH_2NR^3C(O)R^{3a}$, $-C(O)NR^3R^{3a}$, $-CH_2-C(O)NR^3R^{3a}$, $-SO_2NR^3R^{3a}$, $-CH_2SO_2NR^3R^{3a}$, $-NR^3SO_2-C_{1-4}$ alkyl, $-CH_2NR^3SO_2-C_{1-4}$ alkyl, $-NR^3SO_2$ -phenyl, $-CH_2NR^3SO_2$ -phenyl, $-S(O)_pCF_3$, $-CH_2S(O)_pCF_3$, $-S(O)_p-C_{1-4}$ alkyl, $-CH_2S(O)_p-C_{1-4}$ alkyl, $-S(O)_p$ -phenyl, $-CH_2S(O)_p$ -phenyl, and CF_3 ;

R^5 , at each occurrence, is selected from H, $=O$, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, OR^3 , CH_2OR^3 , F, Cl, CN, NO_2 , $-NR^3R^{3a}$, $-CH_2NR^3R^{3a}$, $-C(O)R^3$, $-CH_2C(O)R^3$, $-C(O)OR^{3c}$, $-CH_2C(O)OR^{3c}$, $-NR^3C(O)R^{3a}$, $-C(O)NR^3R^{3a}$, $-SO_2NR^3R^{3a}$, $-NR^3SO_2-C_{1-4}$ alkyl, $-NR^3SO_2CF_3$, $-NR^3SO_2$ -phenyl, $-S(O)_pCF_3$,

-S(O)_p-C₁₋₄ alkyl, -S(O)_p-phenyl, CF₃, phenyl substituted with 0-2 R⁶, naphthyl substituted with 0-2 R⁶, and benzyl substituted with 0-2 R⁶;

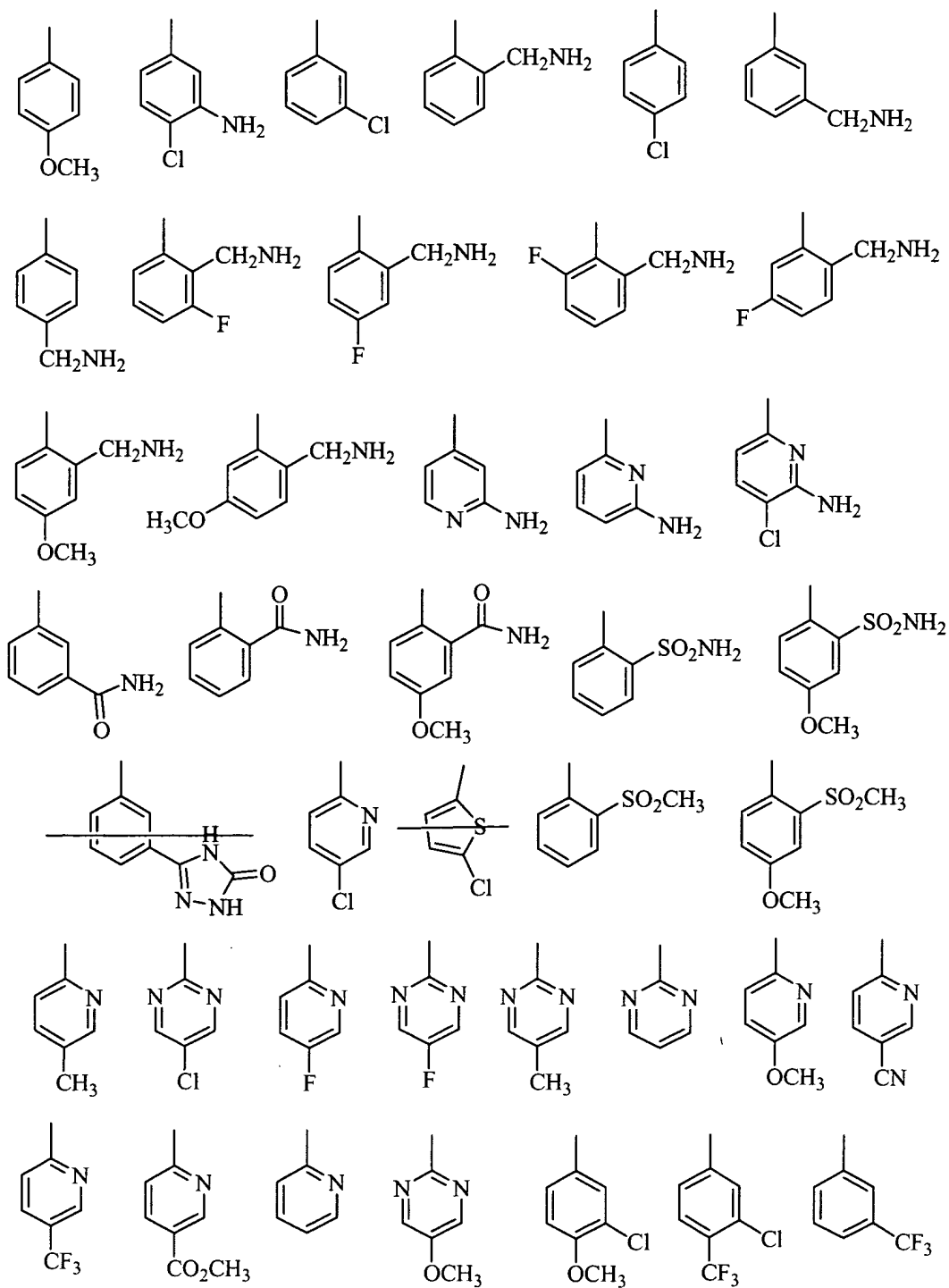
R⁶, at each occurrence, is selected from H, OH, OR², F, Cl, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, CN, NO₂, -NR²R^{2a}, -CH₂NR²R^{2a}, -C(O)R^{2b}, -CH₂C(O)R^{2b}, -NR²C(O)R^{2b}, -SO₂NR²R^{2a}, and NR²SO₂C₁₋₄ alkyl; and
r, at each occurrence, is selected from 0, 1, and 2.

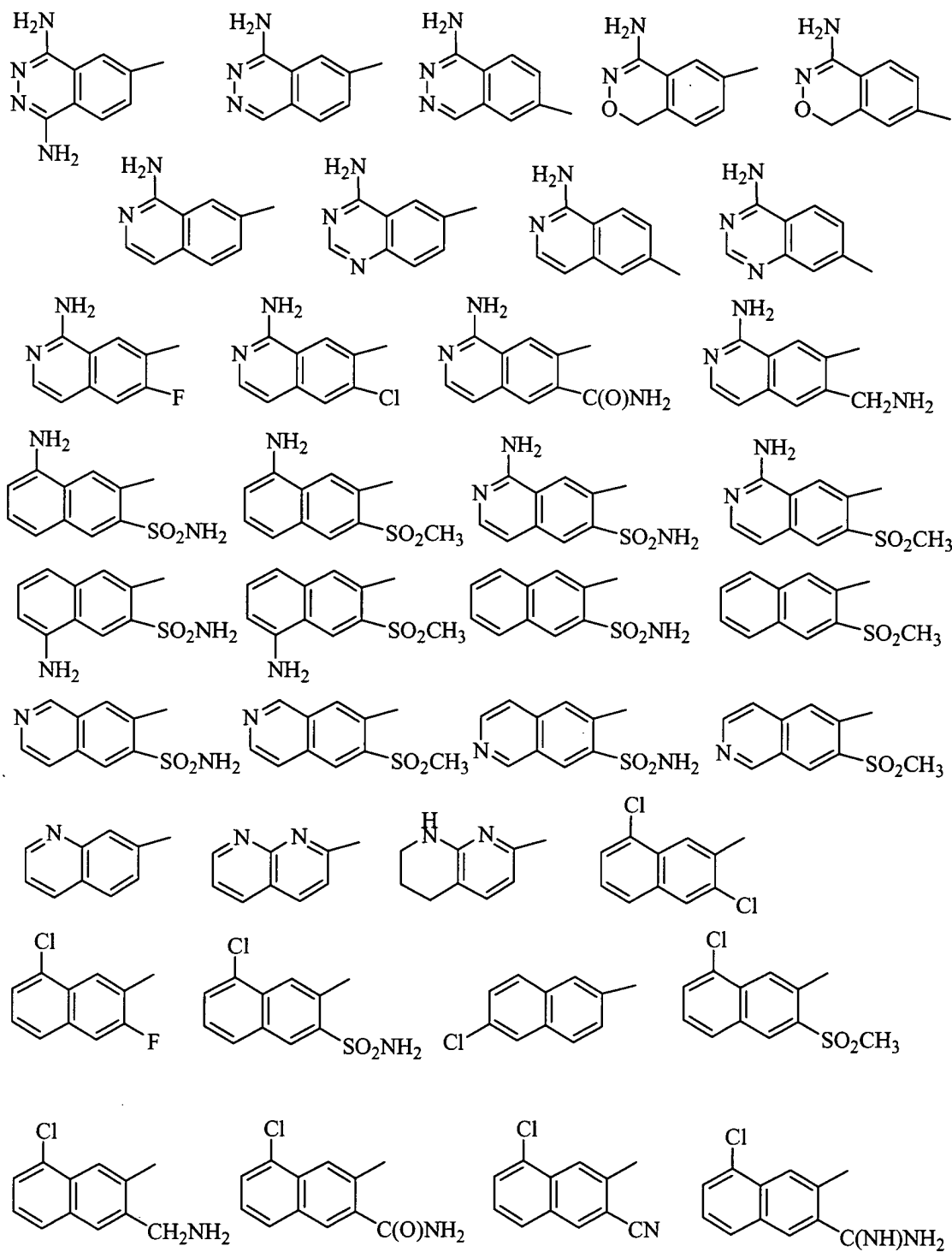
4. (Currently Amended) A compound according to Claim 3, wherein ~~the compound is selected from:~~

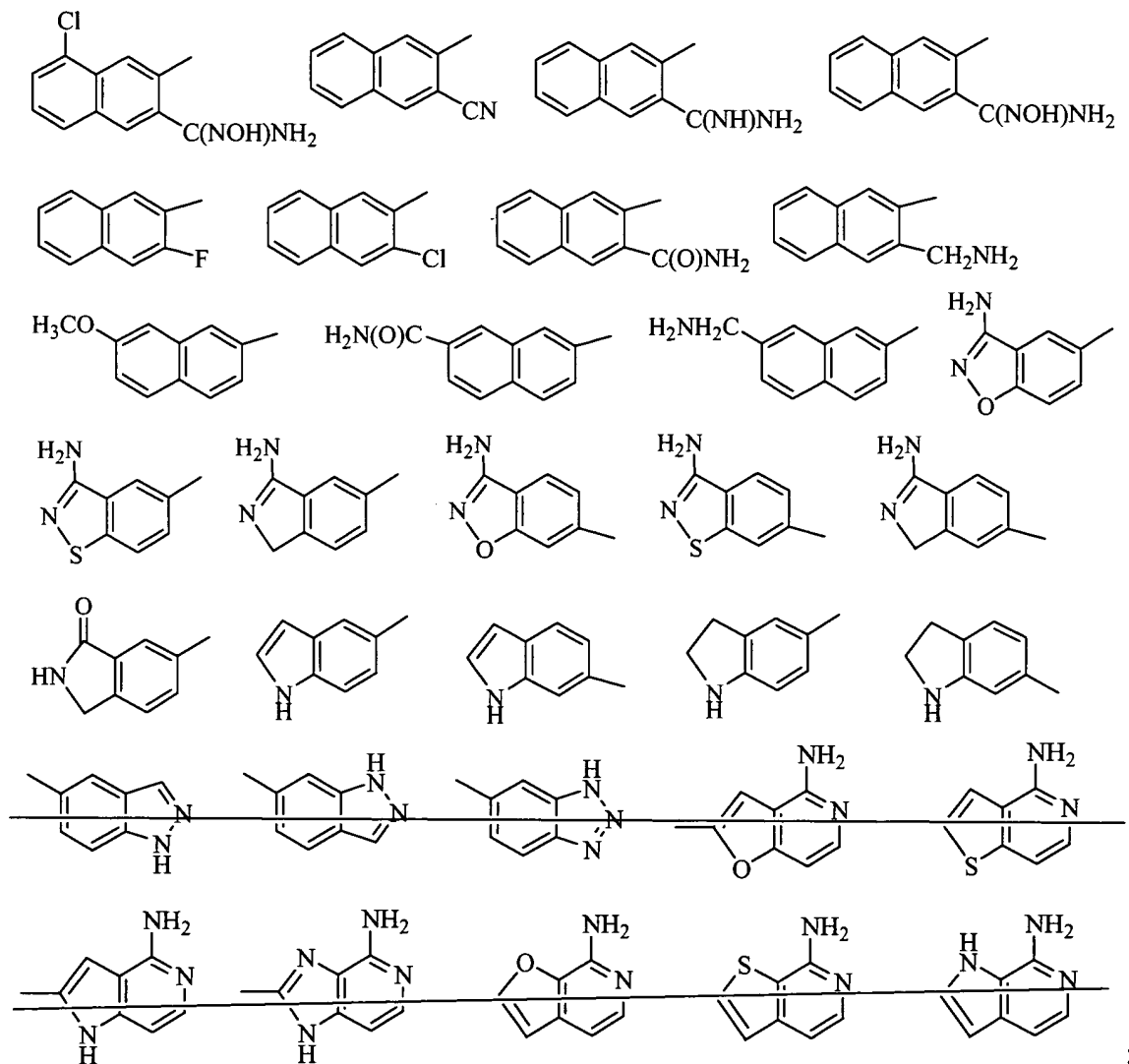


~~J is selected from O, S, NH, and NR^{1a};~~

G is selected from the group:







~~**R^{1a}, at each occurrence, is selected from H, R^{1b}, CH(CH₃)R^{1b}, C(CH₃)₂R^{1b}, and CH₂R^{1b}, provided that R^{1a} forms other than an N-halo, N-S, or N-CN bond;**~~

R^{1b} is selected from CH₃, CH₂CH₃, F, Cl, Br, -CN, CF₃, OR², -NR²R^{2a}, -C(O)R^{2b}, -CO₂R^{2b}, -CO₂R^{2a}, -S(O)_pR², -C(O)NR²R^{2a}, -SO₂NR²R^{2a}, -NR²SO₂R², and 5-6 membered aromatic heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)_p and substituted with 0-2 R^{4b}, provided that R^{1b} forms other than an O-O, N-halo, N-S, or N-CN bond;

R^2 , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, phenyl substituted with 0-1 R^{4b} , benzyl substituted with 0-1 R^{4b} , C_{3-5} cycloalkyl substituted with 0-1 R^{4b} , C_{3-5} cycloalkyl- CH_2 - substituted with 0-1 R^{4b} , and 5-6 membered aromatic heterocycle substituted with 0-1 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^{2a} , at each occurrence, is selected from H, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, benzyl, phenyl substituted with 0-1 R^{4b} , and 5-6 membered aromatic heterocycle substituted with 0-1 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

alternatively, R^2 and R^{2a} , together with the nitrogen atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-1 R^{4b} and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^{2b} , at each occurrence, is selected from OCH_3 , $-OCH_2CH_3$, $OCH_2CH_2CH_3$, $OCH(CH_3)_2$, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, benzyl, phenyl substituted with 0-1 R^{4b} , and 5-6 membered aromatic heterocycle substituted with 0-1 R^{4b} and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^{2c} , at each occurrence, is selected from OH, OCH_3 , OCH_2CH_3 , $OCH_2CH_2CH_3$, $OCH(CH_3)_2$, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, benzyl, phenyl substituted with 0-1 R^{4b} , and 5-6 membered aromatic heterocycle substituted with 0-1 R^{4b} and consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$;

R^4 , at each occurrence, is selected from OH, OR^2 , CH_2OR^2 , $(CH_2)_2OR^2$, F, Br, Cl, I, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, $CH_2CH_2CH_2CH_3$, $CH_2CH(CH_3)_2$, $CH(CH_3)CH_2CH_3$, $C(CH_3)_3$, $-NR^2R^{2a}$, $-CH_2NR^2R^{2a}$, $-(CH_2)_2NR^2R^{2a}$, CF_3 , and CF_2CF_3 ;

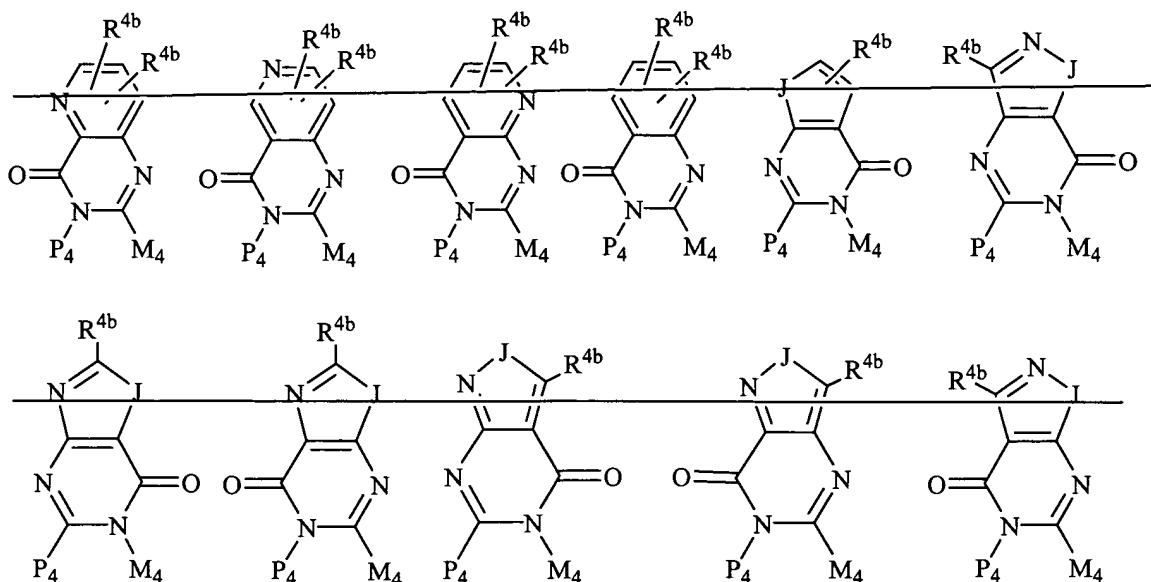
R^{4a} , at each occurrence, is selected from H, =O, $-(CH_2)_rOR^2$, F, Br, Cl, C_{1-4} alkyl, $-(CH_2)_rNR^2R^{2a}$, $-(CH_2)_rC(O)R^{2c}$, $-(CH_2)_rNR^2C(O)R^{2b}$, $-(CH_2)_rC(O)NR^2R^{2a}$, $-(CH_2)_rSO_2NR^2R^{2a}$, $-(CH_2)_rNR^2SO_2R^5$, $-(CH_2)_rS(O)_pR^5$, $-(CH_2)_r(CF_2)_rCF_3$, phenyl substituted with 0-1 R^5 , and a 5 membered aromatic heterocycle consisting of: carbon atoms and 1-3 N and is substituted with 1 R^5 ;

R^{4b} , at each occurrence, is selected from H, =O, OR^3 , $-CH_2OR^3$, F, Cl, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, CN, NO_2 , $-NR^3R^{3a}$, $-CH_2NR^3R^{3a}$, $-C(O)R^3$, $-C(O)OR^{3c}$, $-NR^3C(O)R^{3a}$, $-C(O)NR^3R^{3a}$, $-SO_2NR^3R^{3a}$, $-NR^3SO_2-C_{1-4}$ alkyl, $-NR^3SO_2$ -phenyl, $-S(O)_p-C_{1-4}$ alkyl, $-S(O)_p$ -phenyl, and CF_3 ;

R^5 , at each occurrence, is selected from H, =O, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, OR^3 , CH_2OR^3 , F, Cl, CN, NO_2 , $-NR^3R^{3a}$, $-CH_2NR^3R^{3a}$, $-C(O)R^3$, $-C(O)OR^{3c}$, $-NR^3C(O)R^{3a}$, $-C(O)NR^3R^{3a}$, $-SO_2NR^3R^{3a}$, $-NR^3SO_2-C_{1-4}$ alkyl, $-NR^3SO_2$ -phenyl, $-S(O)_p-C_{1-4}$ alkyl, $-S(O)_p$ -phenyl, CF_3 , phenyl substituted with 0-2 R^6 , naphthyl substituted with 0-2 R^6 , and benzyl substituted with 0-2 R^6 ; and

R^6 , at each occurrence, is selected from H, OH, OR^2 , F, Cl, CH_3 , CH_2CH_3 , $CH_2CH_2CH_3$, $CH(CH_3)_2$, CN, NO_2 , $-NR^2R^{2a}$, $-CH_2NR^2R^{2a}$, $-C(O)R^{2b}$, $-CH_2C(O)R^{2b}$, $-NR^2C(O)R^{2b}$, and $-SO_2NR^2R^{2a}$.

5. (Currently Amended) A compound according to Claim 4, wherein ~~the compound is selected from:~~

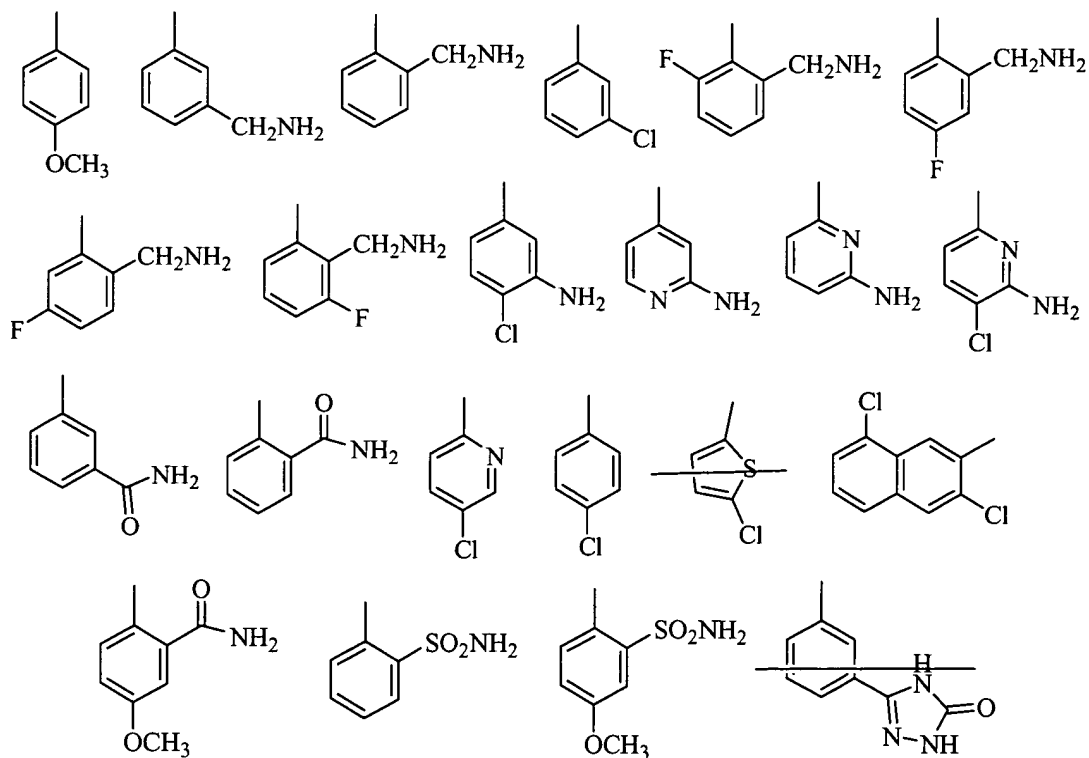


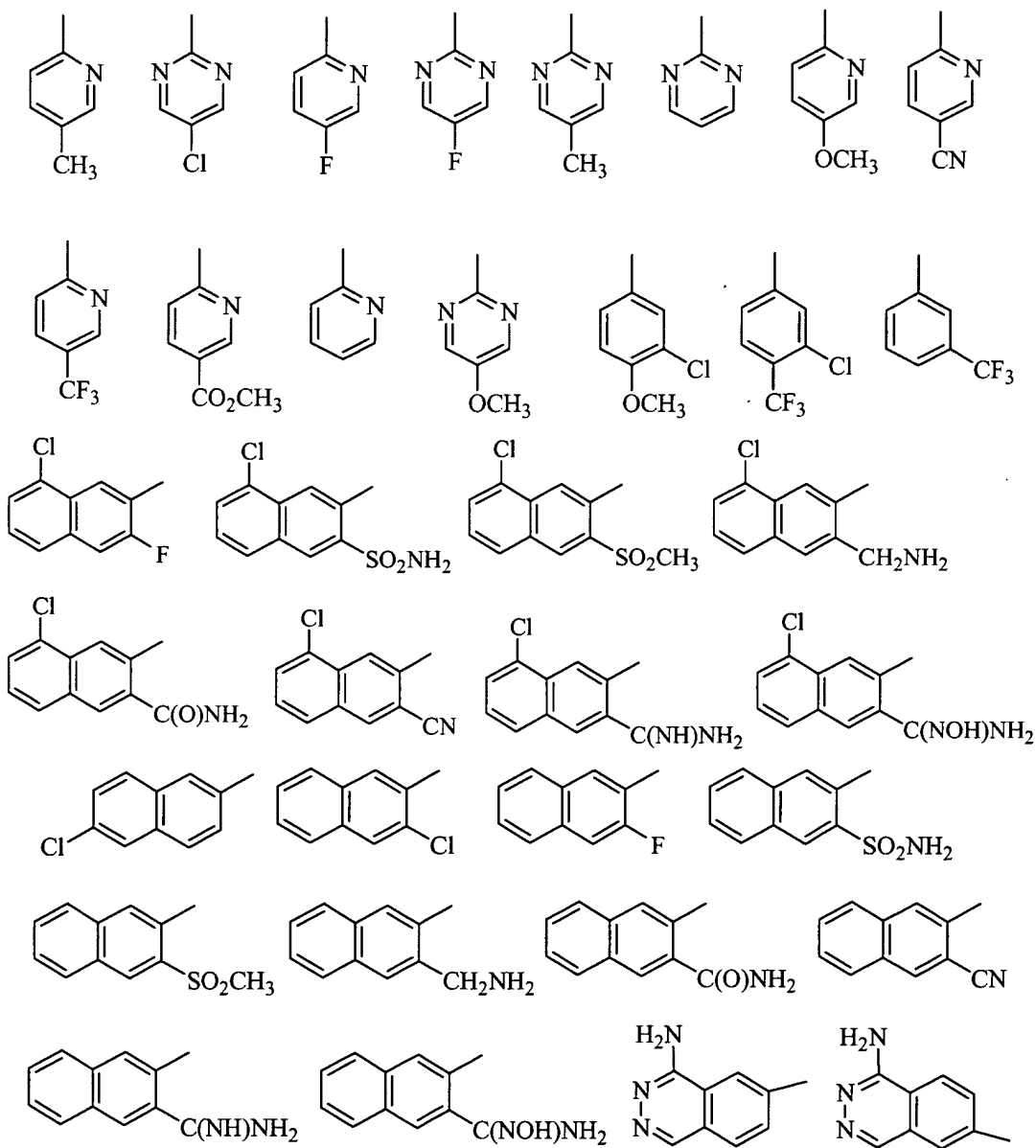
J is selected from O, S, NH, and NR^{1a} ;

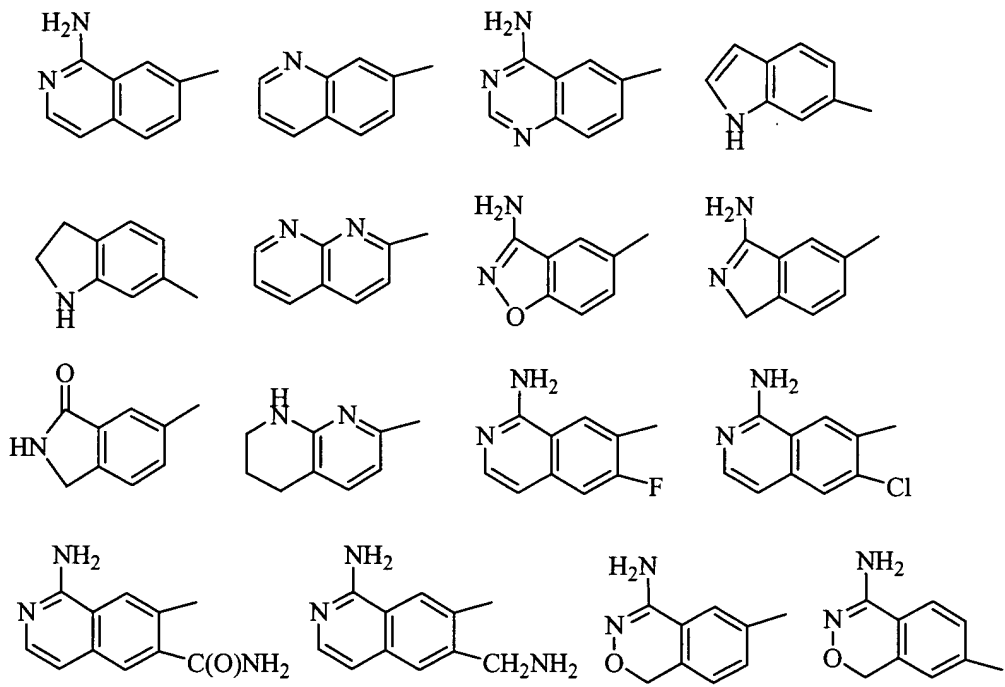
P_4 is G_1 - G ;

M_4 is Z - A - B ;

G is selected from:







~~G₁ is absent or is selected from CH₂CH₂, CH₂O, OCH₂, CH₂NH, NHCH₂, CH₂C(O), C(O)CH₂, C(O)NH, NHC(O), SO₂NH, and NHSO₂, provided that G₁ does not form a N-S, NCH₂N, NCH₂O, or NCH₂S bond with either group to which it is attached;~~

~~A is selected from phenyl, pyridyl, and pyrimidyl, and is substituted with 0-2 R⁴;~~

B is selected from phenyl, pyrrolidinyl, N-pyrrolidino-carbonyl, morpholinyl, N-morpholino-carbonyl, 1,2,3-triazolyl, imidazolyl, and benzimidazolyl, and is substituted with 0-1 R^{4a};

~~R^{1a}, at each occurrence, is selected from H, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH₂F, CH₂Cl, Br, CH₂Br, CN, CH₂CN, CF₃, CH₂CF₃, OCH₃, CH₂OH, C(CH₃)₂OH, CH₂OCH₃, NH₂, CH₂NH₂, NHCH₃, CH₂NHCH₃, N(CH₃)₂, CH₂N(CH₃)₂, CO₂H, COCH₃, CO₂CH₃, CH₂CO₂CH₃, SCH₃, CH₂SCH₃, S(O)CH₃, CH₂S(O)CH₃, S(O)₂CH₃, CH₂S(O)₂CH₃, C(O)NH₂, CH₂C(O)NH₂, SO₂NH₂, CH₂SO₂NH₂, NHSO₂CH₃, CH₂NHSO₂CH₃, pyridin-2-yl, pyridin-3-yl, pyridin-4-yl, pyridin-2-yl N-oxide, pyridin-3-yl N-oxide, pyridin-4-yl N-oxide, imidazol-1-yl, CH₂-imidazol-1-yl, 4-methyl-oxazol-2-yl, 4-N,N-dimethylaminomethyl-oxazol-2-yl, 1,2,3,4-~~

~~tetrazol-1-yl, 1,2,3,4-tetrazol-5-yl, -CH₂-1,2,3,4-tetrazol-1-yl, and -CH₂-1,2,3,4-tetrazol-5-yl, provided that R^{1a} forms other than an N-halo, N-S, or N-CN bond;~~

R², at each occurrence, is selected from H, CH₃, CH₂CH₃, cyclopropylmethyl, cyclobutyl, and cyclopentyl;

R^{2a}, at each occurrence, is H or CH₃;

alternatively, R² and R^{2a}, together with the atom to which they are attached, combine to form pyrrolidine substituted with 0-2 R^{4b} or piperidine substituted with 0-2 R^{4b};

~~R^{2b}, at each occurrence, is selected from -OCH₃, -OCH₂CH₃, -CH₃, and -CH₂CH₃;~~

~~R^{2c}, at each occurrence, is selected from -OH, -OCH₃, -OCH₂CH₃, -CH₃, and -CH₂CH₃;~~

R⁴, at each occurrence, is selected from OH, OR², CH₂OR², (CH₂)₂OR², F, Br, Cl, I, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, CH₂CH₂CH₂CH₃, CH₂CH(CH₃)₂, CH(CH₃)CH₂CH₃, C(CH₃)₃, -NR²R^{2a}, -CH₂NR²R^{2a}, -(CH₂)₂NR²R^{2a}, CF₃, and CF₂CF₃;

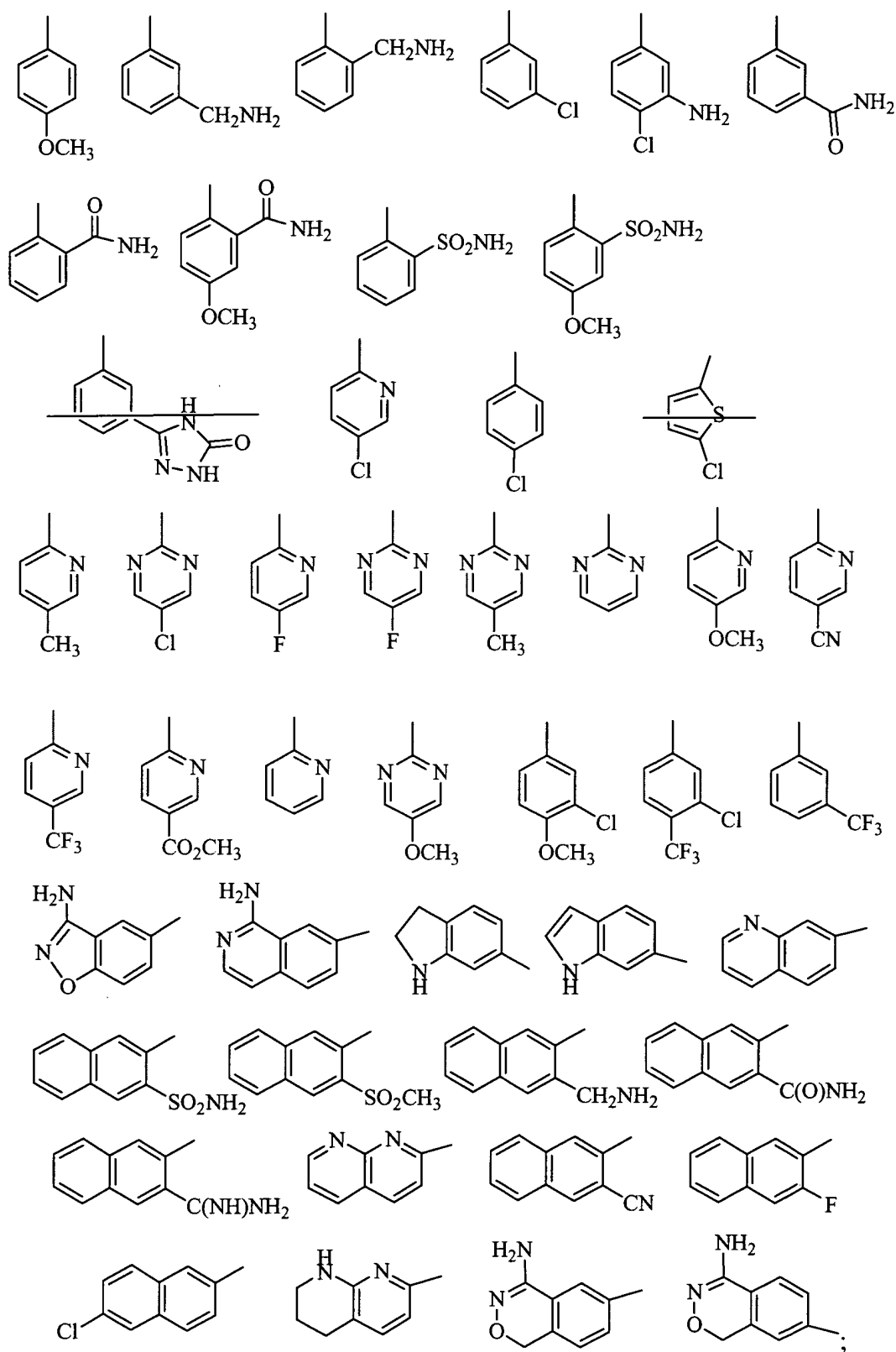
R^{4a} is selected from C₁₋₄ alkyl, CF₃, OR², -CH₂OR², -(CH₂)₂OR², -NR²R^{2a}, -CH₂NR²R^{2a}, -(CH₂)₂NR²R^{2a}, -S(O)_pR⁵, -SO₂NR²R^{2a}, and 1-CF₃-tetrazol-2-yl;

R^{4b}, at each occurrence, is selected from H, CH₃, and OH; and

R⁵, at each occurrence, is selected from CF₃, CH₃, CH₂CH₃, CH₂CH₂CH₃, CH(CH₃)₂, phenyl, and benzyl.

6. (Currently Amended) A compound according to Claim 5, wherein the compound is selected from:

G is selected from:



2-Cl-phenyl, 3-Cl-phenyl, 2-F-phenyl, 3-F-phenyl, 2-methylphenyl, 2-aminophenyl, and 2-methoxyphenyl; and

B is selected from the group: 2-(aminosulfonyl)phenyl,
2-(methylaminosulfonyl)phenyl, N-pyrrolidino-carbonyl, 2-(methylsulfonyl)phenyl,
2-(N,N-dimethylaminomethyl)phenyl, 2-(N-methylaminomethyl)phenyl,
2-(N-ethyl-N-methylaminomethyl)phenyl, 2-(N-pyrrolidinylmethyl)phenyl,
1-methyl-2-imidazolyl, 2-methyl-1-imidazolyl,
2-(dimethylaminomethyl)-1-imidazolyl, 2-(methylaminomethyl)-1-imidazolyl,
2-(N-(cyclopropylmethyl)aminomethyl)phenyl,
2-(N-(cyclobutyl)aminomethyl)phenyl, 2-(N-(cyclopentyl)aminomethyl)phenyl,
2-(N-(4-hydroxypiperidiny)methyl)phenyl, and
2-(N-(3-hydroxypyrrolidinyl)methyl)phenyl.

7. (Currently Amended) A compound according to Claim 6, wherein the compound is selected from the group:

2-biphenyl-4-yl-6-chloro-3-(4-chloro-phenyl)-3*H*-quinazolin-4-one;
6-chloro-3-(4-chloro-phenyl)-2-phenyl-3*H*-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[4-(1*H*-pyrrol-2-yl)-phenyl]-3*H*-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[4-(1-methyl-1*H*-pyrrol-2-yl)-phenyl]-3*H*-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[4-(1-ethyl-1*H*-pyrrol-2-yl)-phenyl]-3*H*-quinazolin-4-one;
2-{4-[1-(2-amino-ethyl)-1*H*-pyrrol-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3*H*-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-methylamino-ethyl)-1*H*-pyrrol-2-yl]-phenyl}-3*H*-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-ethylamino-ethyl)-1*H*-pyrrol-2-yl]-phenyl}-3*H*-quinazolin-4-one;
2-{4-[1-(2-benzylamino-ethyl)-1*H*-pyrrol-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3*H*-quinazolin-4-one;

3-pyridin-2-yl-2-[4-(1-{2-[(pyridin-2-ylmethyl)-amino]-ethyl}-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-pyridin-2-yl-2-[4-(1-{2-[(pyridin-3-ylmethyl)-amino]-ethyl}-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-pyridin-2-yl-2-[4-(1-{2-[(pyridin-4-ylmethyl)-amino]-ethyl}-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

2-[4-(1-benzyl-1H-pyrrol-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyridin-2-ylmethyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyridin-3-ylmethyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyridin-4-ylmethyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclohexyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(tetrahydro-pyran-4-yl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-piperidin-4-yl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(1-methyl-piperidin-4-yl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

2-{4-[1-(1-acetyl-piperidin-4-yl)-1H-pyrrol-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-isopropyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclopropyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclobutyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclopentyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(tetrahydro-furan-3-yl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(2',3',4',5'-tetrahydro-1'H-[1,3']bipyrrolyl-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1'-methyl-2',3',4',5'-tetrahydro-1'H-[1,3']bipyrrolyl-2-yl)-phenyl]-3H-quinazolin-4-one;

2-[4-(1'-acetyl-2',3',4',5'-tetrahydro-1'H-[1,3']bipyrrolyl-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1'-methanesulfonyl-2',3',4',5'-tetrahydro-1'H-[1,3']bipyrrolyl-2-yl)-phenyl]-3H-quinazolin-4-one;

N-[2-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-pyrrol-1-yl)-ethyl]-acetamide;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-hydroxy-ethyl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-methoxy-ethyl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-methoxy-1-methyl-ethyl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

2-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-pyrrol-1-yl)-acetamide;

2-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-pyrrol-1-yl)-N-methyl-acetamide;

3-(5-chloro-pyridin-2-yl)-2-[4-(1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-methyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-ethyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

2-{4-[1-(2-amino-ethyl)-1H-imidazol-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-methylamino-ethyl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

2-{4-[1-(2-ethylamino-ethyl)-1H-imidazol-2-yl]-phenyl}-3-pyridin-2-yl-3H-quinazolin-4-one;

2-{4-[1-(2-benzylamino-ethyl)-1H-imidazol-2-yl]-phenyl}-3-pyridin-2-yl-3H-quinazolin-4-one;

3-pyridin-2-yl-2-[4-(1-{2-[(pyridin-2-ylmethyl)-amino]-ethyl}-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-pyridin-2-yl-2-[4-(1-{2-[(pyridin-3-ylmethyl)-amino]-ethyl}-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

2-{4-[1-(2-benzylamino-ethyl)-1H-imidazol-2-yl]-phenyl}-3-pyridin-2-yl-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyridin-2-ylmethyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyridin-3-ylmethyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyridin-4-ylmethyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclohexyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(tetrahydro-pyran-4-yl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-piperidin-4-yl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(1-methyl-piperidin-4-yl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

2-{4-[1-(1-acetyl-piperidin-4-yl)-1H-imidazol-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-isopropyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclopropyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclobutyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-cyclopentyl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(tetrahydro-furan-3-yl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(1-pyrrolidin-3-yl-1H-imidazol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(1-methyl-pyrrolidin-3-yl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

2-{4-[1-(1-acetyl-pyrrolidin-3-yl)-1H-imidazol-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(1-methanesulfonyl-pyrrolidin-3-yl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

N-[2-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-imidazol-1-yl)-ethyl]-acetamide;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-hydroxy-ethyl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-methoxy-ethyl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-methoxy-1-methyl-ethyl)-1H-imidazol-2-yl]-phenyl}-3H-quinazolin-4-one;

2-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-imidazol-1-yl)-acetamide;

2-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-imidazol-1-yl)-N-methyl-acetamide;

2-[4-(5-amino-furan-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

2-[4-(5-aminomethyl-furan-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

5-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-furan-2-carboxylic acid amide;

2-{4-[5-(1-amino-1-methyl-ethyl)-furan-2-yl]-phenyl}-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

2-[4-(3-amino-furan-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(3-dimethylaminomethyl-furan-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[3-(1-dimethylamino-1-methyl-ethyl)-furan-2-yl]-phenyl}-3H-quinazolin-4-one;

2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-furan-3-carboxylic acid amide;

3-(5-chloro-pyridin-2-yl)-2-(4-oxazol-2-yl-phenyl)-3H-quinazolin-4-one;

2-[4-(5-aminomethyl-oxazol-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-oxazole-5-carboxylic acid amide;

2-[4-(4-aminomethyl-oxazol-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-oxazole-4-carboxylic acid amide;

3-(5-chloro-pyridin-2-yl)-2-(4-thiazol-2-yl-phenyl)-3H-quinazolin-4-one;

2-[4-(5-aminomethyl-thiazol-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-thiazole-5-carboxylic acid amide;

2-[4-(4-amino-thiazol-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

N-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-thiazol-4-yl)-acetamide;

2-[4-(5-amino-thiazol-2-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

N-(2-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-thiazol-5-yl)-acetamide;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-[1,3]diazepan-1-yl)-phenyl]-3H-quinazolin-4-one;

2-[4-(3-amino-2-oxo-piperidin-1-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(3-dimethylamino-2-oxo-piperidin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-3-pyrrolidin-1-yl-piperidin-1-yl)-phenyl]-3H-quinazolin-4-one;

N-(1-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-2-oxo-piperidin-3-yl)-acetamide;

2-[4-(3-amino-2-oxo-pyrrolidin-1-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-dimethylaminomethyl-imidazol-1-yl)-phenyl]-3H-quinazolin-4-one;

1-{4-[3-(5-chloro-pyridin-2-yl)-4-oxo-3,4-dihydro-quinazolin-2-yl]-phenyl}-1H-imidazole-2-carboxylic acid dimethylamide;

3-(5-chloro-pyridin-2-yl)-2-(4-isoxazol-5-yl-phenyl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-(4-oxazol-5-yl-phenyl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-(4-thiazol-5-yl-phenyl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(3H-[1,2,3]triazol-4-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(5-methyl-4H-[1,2,4]triazol-3-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(5-methyl-[1,3,4]thiadiazol-2-yl)-phenyl]-3H-quinazolin-4-one;

2-biphenyl-4-yl-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

2-(2'-amino-biphenyl-4-yl)-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-(2'-dimethylamino-biphenyl-4-yl)-3H-quinazolin-4-one;

2-(2'-aminomethyl-biphenyl-4-yl)-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-(2'-dimethylaminomethyl-biphenyl-4-yl)-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-(4-pyridin-2-yl-phenyl)-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-(4-pyridin-3-yl-phenyl)-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-(4-pyridin-4-yl-phenyl)-3H-quinazolin-4-one;
2-[4-(2-amino-pyridin-3-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;
2-[4-(2-aminomethyl-pyridin-3-yl)-phenyl]-3-(5-chloro-pyridin-2-yl)-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[4-(2-dimethylaminomethyl-pyridin-3-yl)-phenyl]-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-3H-quinazolin-4-one;
6-chloro-3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-6-fluoro-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-3H-quinazolin-4-one;
6-bromo-3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-4-oxo-3,4-dihydro-quinazoline-6-carbonitrile;
3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-6-methoxy-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-piperidin-1-yl)-phenyl]-4-oxo-3,4-dihydro-quinazoline-6-carboxylic acid amide;
6-chloro-3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-3H-quinazolin-4-one;
3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-6-methoxy-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-6-fluoro-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-4-oxo-3,4-dihydro-quinazoline-6-carbonitrile;

3-(4-chloro-phenyl)-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-3H-quinazolin-4-one;

2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-3-(4-methoxy-phenyl)-3H-quinazolin-4-one;

3-(3-chloro-phenyl)-2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-3H-quinazolin-4-one;

2-fluoro-5-{2-[2-fluoro-4-(2-oxo-2H-pyridin-1-yl)-phenyl]-4-oxo-4H-quinazolin-3-yl}-benzonitrile;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-pyrrolidin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(4-chloro-phenyl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(4-methoxy-phenyl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(3-chloro-phenyl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(3-chloro-phenyl)-2-[4-(1-methyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(4-chloro-phenyl)-2-[4-(1-methyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-6-methoxy-2-[4-(1-methyl-1H-pyrrol-2-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-dimethylamino-ethyl)-1H-pyrrol-2-yl]-phenyl}-6-methoxy-3H-quinazolin-4-one;

6-chloro-3-(5-chloro-pyridin-2-yl)-2-{4-[1-(2-dimethylamino-ethyl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

6-chloro-3-(4-chloro-phenyl)-2-{4-[1-(2-dimethylamino-ethyl)-1H-pyrrol-2-yl]-phenyl}-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-6-methoxy-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-quinazolin-4-one;

6-chloro-3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-quinazolin-4-one;

6-chloro-3-(4-chloro-phenyl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-quinazolin-4-one;

6-chloro-3-(4-methoxy-phenyl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-quinazolin-4-one;

6-chloro-3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-6-methoxy-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-quinazolin-4-one;

3-(5-chloro-pyridin-2-yl)-2-[4-(2-dimethylaminomethyl-4,5-dihydro-imidazol-1-yl)-phenyl]-6-methoxy-3H-quinazolin-4-one;

3-(4-chloro-phenyl)-2-[4-(2-dimethylaminomethyl-4,5-dihydro-imidazol-1-yl)-phenyl]-6-methoxy-3H-quinazolin-4-one;

6-chloro-3-(4-chloro-phenyl)-2-[4-(2-dimethylaminomethyl-4,5-dihydro-imidazol-1-yl)-phenyl]-3H-quinazolin-4-one;

6-bromo-3-(4-chloro-phenyl)-2-[4-(2-dimethylaminomethyl-4,5-dihydro-imidazol-1-yl)-phenyl]-3H-quinazolin-4-one; **and**

2-[4-(2-dimethylaminomethyl-4,5-dihydro-imidazol-1-yl)-phenyl]-3-(4-methoxy-phenyl)-6-methyl-3H-quinazolin-4-one;

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-pyrido[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1-methyl-1H-pyrrol-2-yl)-phenyl]-3H-pyrido[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-[1-(2-methylamino-ethyl)-1H-pyrrol-2-yl]-phenyl]-3H-pyrido[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-pyrido[4,3-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1-methyl-1H-pyrrol-2-yl)-phenyl]-3H-pyrido[4,3-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-pyrido[3,4-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1H-pyrrol-2-yl)-phenyl]-3H-thieno[3,4-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1H-imidazol-2-yl)-phenyl]-3H-pyrido[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1H-imidazol-2-yl)-phenyl]-3H-thieno[3,4-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(1-methyl-1H-imidazol-2-yl)-phenyl]-3H-thieno[3,4-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-pyrido[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-pyrido[4,3-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-pyrido[3,4-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-3H-thieno[3,4-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-pyrido[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-pyrido[4,3-d]pyrimidin-4-one;~~

~~6-(5-chloro-pyridin-2-yl)-5-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-6H-[1,2,5]oxadiazolo[3,4-d]pyrimidin-7-one;~~

~~6-(5-chloro-pyridin-2-yl)-5-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-6H-isoxazolo[4,3-d]pyrimidin-7-one;~~

~~6-(5-chloro-pyridin-2-yl)-5-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-6H-thiazolo[5,4-d]pyrimidin-7-one;~~

~~1-(5-chloro-pyridin-2-yl)-7-methyl-2-[4-(2-oxo-tetrahydro-pyrimidin-1-yl)-phenyl]-1,7-dihydro-purin-6-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3H-thieno[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-5-methyl-2-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-3,5-dihydro-pyrrolo[3,2-d]pyrimidin-4-one;~~

~~6-(5-chloro-pyridin-2-yl)-1-methyl-5-[4-(2-oxo-imidazolidin-1-yl)-phenyl]-1,6-dihydro-pyrazolo[4,3-d]pyrimidin-7-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(3-dimethylamino-2-oxo-piperidin-1-yl)-phenyl]-3H-furo[3,2-d]pyrimidin-4-one;~~

~~3-(5-chloro-pyridin-2-yl)-2-[4-(3-dimethylamino-2-oxo-piperidin-1-yl)-phenyl]-5-methyl-3,5-dihydro-pyrrolo[3,2-d]pyrimidin-4-one; and,~~

~~6-(5-chloro-pyridin-2-yl)-5-[4-(3-dimethylamino-2-oxo-piperidin-1-yl)-phenyl]-1-methyl-1,6-dihydro-pyrazolo[4,3-d]pyrimidin-7-one;~~

or a pharmaceutically acceptable salt form thereof.

9. (Original) A method for treating a thromboembolic disorder, comprising:
administering to a patient in need thereof a therapeutically effective amount of a compound
of Claim 1 or a pharmaceutically acceptable salt thereof.

10. (Original) A method according to Claim 9, wherein the thromboembolic disorder
is selected from the group consisting of arterial cardiovascular thromboembolic disorders,
venous cardiovascular thromboembolic disorders, and thromboembolic disorders in the
chambers of the heart.

11. (Original) A method according to Claim 9, wherein the thromboembolic disorder
is selected from unstable angina, an acute coronary syndrome, first myocardial infarction,
recurrent myocardial infarction, ischemic sudden death, transient ischemic attack, stroke,
atherosclerosis, peripheral occlusive arterial disease, venous thrombosis, deep vein
thrombosis, thrombophlebitis, arterial embolism, coronary arterial thrombosis, cerebral
arterial thrombosis, cerebral embolism, kidney embolism, pulmonary embolism, and
thrombosis resulting from (a) prosthetic valves or other implants, (b) indwelling catheters, (c)
stents, (d) cardiopulmonary bypass, (e) hemodialysis, and (f) other procedures in which
blood is exposed to an artificial surface that promotes thrombosis.

12. (Original) A method of treating a patient in need of thromboembolic disorder treatment, comprising: administering a compound of Claim 1 or a pharmaceutically acceptable salt thereof in an amount effective to treat a thromboembolic disorder.

13. (Original) A method, comprising: administering a compound of Claim 1 or a pharmaceutically acceptable salt thereof in an amount effective to treat a thromboembolic disorder.

14. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 1.

15. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 2.

16. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 3.

17. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 4.

18. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 5.

19. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 6.

20. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 7.

21. (New) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and and a therapeutically effective amount of a compound of Claim 8.